



Nominating Committee Meeting Minutes – April 27, 2023 Zoom

Present

Appointed NC Board Members: Michael Connors (NC Chair), Kirsten Lindquist, Roger

Board: Laura Jones

Staff: Emily Walter, Alex Villagrana (Marketing Director)

Members:

1. **Welcome and Review** - The meeting commenced at 6:00pm by Mike.
2. **Approve Minutes**
Consensus to approve the March 2023 Nominating Committee minutes.
3. **2023 Election Timeline**

<p>Recommend to the Board: Approve the 2023 election timeline. Approved by consensus.</p>
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4. **Future Election Timeline**

The committee reviewed different potential election timelines. The purpose of potentially moving the election timeline is to get it away from being so close to pumpkin patch, which would also allow for easier scheduling of the Annual Membership Meeting.

After hearing from Alex, it sounded like changing the election timeline to earlier in the year would not be possible for Marketing to handle.

AGREEMENT: The committee doesn't plan to make any changes to the timeline at this time.

5. **Voting System** – reported by Mike

Mike discussed ranked voting and how it relates to current bylaws. His intention is to have the most democratic elections possible.

- Mike – What if we put something in the Board Policy Manual that “strongly encourages the board to choose the next highest ranked candidate in an election where a seat becomes open after the election ballot is out.”
 - o There were mixed feelings about this due to the lack of ensuring all candidates are qualified to be on the board.

AGREEMENT: The committee will not pursue changing the voting system.

6. **Recruitment Videos** – reported by Alex

Kay will be recording the videos May 8-10. We will be reaching out to the board to schedule video shoots.

7. **Board Qualifications**

Roger wants to revisit the board qualification that was recently updated that defines “family members”. Roger believes it is too broad sweeping.

- Mike – I like knowing if there are possible conflicts of interest, and if close family members are wanting to be on the board at the same time.
- Roger – I'm okay with not allowing those in the same household to be on the board at the same time, but I don't like keeping related people living in separate households (family members) from running.
- Roger motions to remove the additional language defining “family member” from the BPM Board Qualifications. (No second)

- Mike – I suggest adding that any family members must disclose this fact when running for election.

Motion: Modify the Board Policy Manual Board Qualifications language to add disclosure language for family members running or on the same board. (Attachment A)

Motion by Mike, 2nd from Kirsten. All in favor, motion passes.

8. Next Agenda Items

- Review Employee applications

Next meeting is July 20

Meeting adjourned at 7:19pm

Minutes by Emily Walter

ATTACHMENT A

Revised Qualifications

BOARD POLICY MANUAL

Qualifications for Board Candidates

The following are the basic qualifications for candidates for the Co-op Board:

- Has no record of shoplifting at the Co-op and is not currently barred from shopping at the Co-op.
- If previously employed by the Co-op, was not fired within the past twelve months.
- Any actual or potential conflict of interest, including any potential conflict relating to previous employment at the Co-op, is disclosed and there is no overriding conflict of interest.
- Any past felony conviction is disclosed and there is no conviction which in the judgement of a reasonable person precludes service on the board.
- As per the Qualifications mentioned in the Bylaws, Section 5.02: No two directors of the Corporation shall share a single membership, nor shall they reside in the same household. **Additionally, any two or more Family members must disclose this fact when running in an election.** ~~neither should two or more Family Members be directors at any one time.~~ In this context, “Family Member” means spouse, domestic partner, child, grandchild, sibling, parent, grandparent, aunt, uncle, or first cousin.
- Any Director of the corporation must be at least 21 years of age by the first day of the term they are to serve (November 1 of the election year).
- Individuals serving in management positions of the corporation shall not serve on the board of directors while they occupy such positions. “Management positions” are defined as the General Manager and employees having management and administrative responsibilities and who report directly to the General Manager.

The Nominating Committee shall use these qualifications to determine whether a candidate is excluded from candidacy. Should the Nominating Committee exclude a candidate, the full board may reconsider the exclusion provided the candidate chooses to contest it within 72 hours.