

**CO-OPPORTUNITY CONSUMERS COOPERATIVE INC.  
AGENDA BOARD OF DIRECTORS MEETING  
NOVEMBER 18, 2009, 6:30 P.M.**

*The agenda is set by the Board President in consultation with the other Board Members and the General Manager and includes:*

**I. Call to Order**

**6:30 p.m.**

Confirmation of Preparation by Board Members.

**II. Approval of Minutes**

**6:35 p.m.**

The Board approved the minutes of September 16, 2009, by email motion of October 1, 2009.

**III. CPA Audit Report – Auditor, Bruce Palma**

**6:35 p.m.**

**IV. Ends Policy Discussion –**

**6:50 p.m.**

A. Reflect on what we've learned from the Ends Policy discussions throughout this year and agree on how to distill the information.

1. What is something I learned that I'd like to share with others here?
2. What should we, as a board, remember from this?
3. What might we carry forward as future board study?
4. A compelling question or two that might be used to frame the board's future work on this topic.

B. Ends Policy Discussions for 2010 – continued and finished at Retreat

**IV. Monitoring Affirmation**

*“The Board accepts /does not accept the GM’s interpretations and supporting data to demonstrate that a reasonable interpretation of the applicable Ends and Executive Limitations policies has been fulfilled.”*

**A. GM Monitoring Reports**

**8:05 p.m.**

- L2.1 Treatment of customers
- L2.2 Membership
- E1 Ends

**B. Board Monitoring Reports**

**8:15 p.m.**

- BMD3.0 Global Governance GM-Management Connection – Ross Furukawa
- BMD3.1 Unity of Control – Carl Fredlin
- BMD3.2 Accountability of the GM – Dean Kubani
- BMD3.3 Delegation to the GM – Michelle Jacobson
- BMD3.4 Monitoring GM Performance – Jens Koepke
- GP4.0 Global Governance Commitment – Bernie Estafen
- GP4.1 Governing Style – Steve Bornstein

**C. Follow-Up Reports:**

**8:25 p.m.**

- GM Evaluation; Employee Survey – Sahaja Douglass (chairperson), Lynn Dickinson and Steve Bornstein
  
- New proposed policy for a President-Select – Jens Koepke

**V. New Business**

**8:35 p.m.**

- A.** Patronage Rebate – decision will be made at retreat
  
- B.** Annual Membership Meeting follow-up – Jens Koepke
  
- C.** Board Retreat and Social Gathering: Agenda, Practicalities -- Jens Koepke, Lynn Dickinson
  - Review strategic plan; think about Board roles and Board future
  
- D.** Board Officers Election: candidates and process; new board roles
  
- E.** Set Annual Calendar for 2010
  - 1. Board Meetings – Every 3<sup>rd</sup> Wednesday, every other month
    - January 20, 2010
    - March 17, 2010
    - May 19, 2010
    - July 21, 2010
    - September 15, 2010
    - November 17, 2010
  - 2. Annual Membership Meeting: Sunday, October 17, 2010

**VI. Member Input**

**8:45 p.m.**

**VII. Critique and Announcements**

**8:50 p.m.**

- A.** Next Board Meeting: Wednesday, January 20, 2010, 6:30 p.m.
  
- B.** GM Monitoring Reports for next board meeting:
  - L2.5 Financial Condition and Activities
  - L2.7 Asset Protection
  - L2.8 Emergency GM Succession
  - E1 Ends
  
- D.** Board Monitoring Reports
  - GP4.2 Board Job Responsibilities
  - GP4.5 President's Role
  - GP4.6 Vice President's Role
  - GP4.7 Treasurer's Role
  - GP 4.8 Secretary's Role

**IX. Adjournment**

**9:00 p.m.**