

# The Co-op Natural Foods Board of Directors Meeting

July 12, 2017

12:00 p.m. at Cutler Law Firm

**Attendees:** Alex Halbach, Annie Taylor, Patrick Sayler, Chrissy Meyer, Stacy Newcomb-Weiland, Michael Haskett, Susan Randall, Dan Doyle

**Meeting Called to Order** Alex

**Agenda/June Minutes:** Approved.

- **GM report**
  - June 2017 sales increased from June 2016 sales (almost 11% sales growth, particularly in produce and deli)
  - Exterior sales still strong
  - Proposal to increase 401K match from 1% to 3%- minimal costs associated with maintaining this plan and it is a significant factor in employee retention
  - Room at Our Savior Lutheran Church (across from Augie) reserved for August 9 Board Meeting, at 6:30pm
  - Spots at the block party are full
  - Delivery vehicle information
- **Board Discussion**
  - Motion by Alex to amend \$36 annual fee to \$3 monthly for owners renewals until end of fiscal year on October 1, second by Susan. Rationale is to be fair to owners until changes in equity structure occur.
    - Discussion, and motion withdrawn
  - Owner equity structure committee update- Vote at August 9, 6:30pm, at Our Savior Lutheran Church. Rules for public comment will be provided.
  - Consider updates to Bylaws to allow for electronic voting, Alex and Annie will review
  - Board Recruitment/Education (review survey results, 50-52)
    - 50. Board Orientation. How can we better orientate new board members:
      - Create a job description for board members (duties and expectations)- see bylaws, article 5- duties of directors
      - Basic orientation tool including binder of documents-
        - What is the role of the board
        - History of Coop and Coop board,
        - Coop Natural Foods Policy Register,
        - Bylaws
      - Drop-box with all documents
      - Invitation to meeting before becoming a board member
      - Attend Co-op 101 class
    - 51. Board recruitment/screening/nomination process
      - Form a committee to address 51 and 52 (Annie, Stacy, Susan)
    - 52. Board uses good mechanisms to ensure our ability to understand diverse member-owner viewpoints
    - 53. Directors diligently prepare for board meetings
      - Has improved with timely Monthly Board Packet
      - Add duties/expectations to board member orientation
  - Quarterly Board Education Dates- Weds. September 20, 5:30pm, discuss Consumer Cooperative Management Association conference, location TBA (maybe Prairie Berry)
  - Suggestion by Chrissy to review financials- income and balance sheet monthly
- **GM Monitoring**

- E– Ends
- **Board Monitoring**
  - None.
- **Board Approvals**
  - Motion by Chrissy to change 401K match from 1% to 2%, second by Michael. Motion passes, revisit 401K in July 2018
  - Motion by Dan to authorize GM to purchase refrigerated vehicle not to exceed \$40,000, with GM’s discretion to purchase or lease. Second by Chrissy. Motion passes.

Next Board Meeting scheduled for August 9, 2017, 6:30 p.m.; Location: Our Savior’s Lutheran Church

**Meeting adjourned by Alex.** Ended 1:44 p.m.

\_\_\_\_\_ Annie Taylor, Secretary