

1 **CHICO NATURAL FOODS COOPERATIVE**

2 **Board of Directors Meeting**

3 **Zoom Meeting**

4 March 31, 2021 6:00 p.m.

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6 **Directors in Attendance:** *Kathy Faith, Michael Lee (president / treasurer), Ariana Gehrig, Sam Hart*
7 *(vice president), Sarah Schlobohm, Laurie Niles, Dara McKinley (secretary), Liza Tedesco (general*
8 *manager).*

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10 **Facilitator:** *Dale Rudesill*

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12 **Scribe:** *Miles Claibourn*

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14 **Absent:** None

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16 **Guests Present:** None

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19 **1.0 OPENING PROCEDURES**

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21 1.1 President calls the meeting to order
22 *Michael* calls the meeting to order at 6:06 pm

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24 1.2 Check In, Kudos, Celebrations

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27 **2.0 PRELIMINARIES**

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29 2.1 Choose Facilitator and Process Guardian
30 *Sarah* volunteers to be Process Guardian and *Dale* to be the Facilitator

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32 2.2 Approve previous month's Minutes
33 **MOTION:** *Michael* moved to approve the February 2021 minutes. *Kathy* seconded.
34 All were in favor and the minutes were approved.

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36 2.3 Approve the Agenda
37 **MOTION:** *Michael* moved to approve the March 2021 agenda. *Ariana* seconded.
38 All were in favor and the minutes were approved.

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40 2.4 Share written correspondence with board

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42 2.5 Comments from attendees other than board members

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3.0 COMMITTEE REPORTS

3.1 Governance Committee (*Faith {Co-Chair}, McKinley {Co-Chair}, Rudesill*)

- Further discussion regarding GM monitoring including how to register non-compliance and support GM. Two ongoing areas of need include finances and membership. Review monitoring report decision tree. Governance to look at the process of creating the board agenda. Governance to keep global ends statement as is and add diversity, equity and inclusions statements to our Executive Limitations.
- [Monitoring report decision tree](#).

3.2 Community Engagement Committee (*Niles {Chair}, Gehrig, Faith, Schlobohm, Haney*)

- Did tabling at the Co-Op for the upcoming BOD election and reflected on how it went.
- Virtual annual owner meeting.
 - Discussed what date/time would work best. Management team to meet and discuss goals/theme of the annual meeting. Possibly discussion about mini-remodel. Will bring it back to the community engagement committee.

3.3 Finance Committee (*Lee {Chair}, Hart*)

- Committee Chair to provide committee update, if any. Michael reviewed financials with he board,

3.4 Nomination/Election Committee (*McKinley {Chair}, Niles*)

- Sent out letters to possible candidates for the upcoming BOD election.
- Election/nominee update. Discussion regarding outreach. Question efficacy of tabling for board recruitment. Committee thinks that recruitment should begin earlier to give members more time to consider and non-members a chance to become members (need 6 month of membership to run).

4.0 MONITORING, ACCOUNTABILITY, & EDUCATION

4.1 GM: B2: Planning and Budgeting (**Vote required & record**) (Reference: [Board Calendar](#)).

- *Liza* provided an update on policy B2: Planning and Budgeting.

MOTION: *Michael* motioned to accept the GM: B2: Planning and Budgeting report with item B2.1c out of compliance. *Laurie* seconded. All were in favor.

5.1 CURRENT & NEW BUSINESS

87 5.1 Remodel Update
88 The Co-Op is searching for a local architect for the remodel but discussing steps that can be taken in
89 the meantime.
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91 **MOTION:** *Michael* moved to approve the Dividend Declaration Resolution. Sarah seconded. 8 yes, 0
92 no, 1 abstention. Motion passed.
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94 **6.0 CLOSING**
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96 6.1 Review Action Items, Decisions, Tasks, Assignments
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99 6.2 Next meeting April, 28 2021
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101 6.3 Debrief/ Evaluate Meeting
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103 6.4 Adjourn Meeting
104 **MOTION:** *Michael* motioned to adjourn the meeting at 8:15 pm. *Kathy* seconded.
105 All were in favor and motion was passed.
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