

1 **CHICO NATURAL FOODS COOPERATIVE**

2 **Board of Directors Meeting**

3 **Google Meet**

4 August 26, 2020 6:00 p.m.

5  
6 **Directors in Attendance:** *Kathy Faith, Michael Lee (president / treasurer), Dara McKinley*  
7 *(secretary), Ariana Gehrig, Sam Hart (vice president), Liza Tedesco (general manager)*

8  
9 **Absent:** *Laurie Niles*

10  
11 **Facilitator:** *Dale Rudesill*

12  
13 **Scribe:** *Miles Claibourn*

14  
15 **Guests Present:** None

16  
17  
18 **1.0 OPENING PROCEDURES**

19  
20 1.1 President calls the meeting to order  
*Michael* calls the meeting to order at 6:01 pm

21  
22 1.2 Check In, Kudos, Celebrations

23  
24  
25 **2.0 PRELIMINARIES**

26  
27 2.1 Choose Facilitator and Process Guardian  
*Sam* volunteers to be Process Guardian and *Dale* to be the Facilitator

28  
29  
30 2.2 Approve previous month's Minutes  
31 **MOTION:** *Michael* moved to approve the July 2020 minutes. *Sam* seconded. All in favor.

32  
33 2.3 Approve the Agenda  
34 **MOTION:** *Michael* moved to approve the Aug 2020 agenda. *Sam* seconded. All in favor.

35  
36 2.4 Share written correspondence with board

37  
38 2.5 Comments from attendees other than board members

39  
40 **3.0 COMMITTEE REPORTS**

41

- 42 3.1 [Governance Committee](#) (Niles {Chair}, Faith, Rudesill, McKinley, Watkins)  
43       ➤ Committee chair to provide committee update.  
44       **MOTION:** *Michael* moved to approve Global Ends statement presented by the  
45       Governance Committee. *Dara* seconded. 5 voted no / 0 voted yes. Motion not passed.  
46       “*Chico Natural Foods Cooperative (CNFC) strives for inclusivity and diversity in all aspects*  
47       *of the business. CNFC values fairness and relevance to all in the community and recognizes*  
48       *that finding equality is an evolving process that inspires growth and innovation.*”  
49  
50
- 51 3.2 [Community Engagement Committee](#) (Niles {Chair}, Gehrig, Faith, Schlobohm, Haney)  
52       ➤ Committee chair to provide committee update.  
53
- 54 3.3 Finance Committee (Lee {Chair}, Hart)  
55       ➤ Committee chair to provide committee update.  
56  
57
- 58 3.4 [Nomination/Election Committee](#) (McKinley {Chair}, Faith, Niles)  
59       ➤ Committee chair to provide committee update.  
60       ➤ Discuss filling current director vacancy.  
61       **MOTION:** *Kathy* moved to appoint *Sarah Schlobohm* to the BOD. Seconded *Michael*.  
62       All in favor.  
63  
64
- 65 **4.0 MONITORING, ACCOUNTABILITY, EDUCATION**  
66
- 67 4.1 Board: [D Global Board Management Connection](#) (pg 10 of online document)  
68       ➤ Board to provide input in the document (linked) prior to meeting. To discuss further in  
69       the meeting as necessary.  
70
- 71 4.2 Board: [D1 Unity of Control](#) (pg 10 of online document)  
72       ➤ Board to provide input in the document (linked) prior to meeting. To discuss further in  
73       the meeting as necessary.  
74
- 75 4.3 GM: B1 – Financial Condition and Activities (Quarterly) (**Vote required & record**)  
76       ➤ To review B1 – Financial Condition and Activities (Quarterly).  
77       **MOTION:** *Michael* moved to accept the GM Policy B1 report with items B1, B1.1  
78       B1.2, B1.5 out of complicant. *Kathy* seconds. All in favor.  
79
- 80 4.4 GM: B5 – Treatment of Customers (**Vote required & record**)  
81       ➤ To review B5 – Treatment of Customers.  
82       **MOTION:** *Kathy* moved to accept the policy B1.5 motioning report as compliant.  
83       *Sam* seconded. All in favor.  
84  
85

86

87

88 **5.0 CURRENT AND NEW BUSINESS**

89

90 5.1 Evaluate board meeting structure

91

92 5.2 Discuss any requested changes to current board meeting structure, to include:

93

■ Meeting frequency.

94

■ Meeting content/balance.

95

■ Committee structure/balance.

96

■ GM monitoring (potential simplification).

97

98 5.3 Board retreat (virtual, 9/19/2020)

99

➤ Discuss topics and outcomes desired for the CNFC board retreat.

100

101 5.4 Review board votes executed via email previous to the meeting, if applicable.

102

➤ Not approved, vote executed via email: Proposal for CNFC to fund directors' attendance to [The Abolitionists Challenge](#): Three (3) aye votes, three (3) no votes, zero (0) abstentions.

103

104

105

106

107 **6.0 CLOSING**

108

109 6.1 Review Action Items, Decisions, Tasks, Assignments

110

111 6.2 Next meeting (Sept, 30 2020)

112

113 6.3 Debrief/ Evaluate Meeting

114

115 6.4 Adjourn Meeting

116

117

118

119

120

121

123

5

1