

1 CHICO NATURAL FOODS COOPERATIVE

2 Board of Directors Meeting

3 635 Flume St. Chico, CA

4 April 26th, 2017 5:30p.m.

5
6 Attendees: President Laurie Niles, V.P. Phil Weintraub, Treasurer Scott Richman, Secretary Seana Watkins,
7 Lauren Kennedy, Peter Ratner (via phone call) , John standing in for GM Liza Tedesco, and Scribe Blake Ellis

8
9 Absent: None

10
11 Guests Present: Florin Barndhart and Aaron Logan

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14 1.0 OPENING PROCEDURES

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16 1.1 President calls meeting to order

17 Laurie calls the meeting to order at 5:37p.m.

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19 1.2 Teaching Point

20
21 1.3 Check In, Kudos, Celebrations

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23 2.0 PRELIMINARIES

24
25 2.1 Choose Facilitator and Process Guardian

26
27 Phil volunteers to be Process Guardian and Laurie to be the Facilitator

28
29 2.2 Approve previous month's [Minutes](#)

30
31 **MOTION:** Scott moves to approve the March '17 Minutes. Phil seconds. All are in favor and the motion is
32 passed.

33
34 2.3 Approve the [Agenda](#)

35
36 **MOTION:** Seana moves to approve the meeting agenda. Lauren seconds.

37 All are in favor and the agenda is approved.

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40 2.4 Share written correspondence with board

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42 None to share at this time.

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44 2.5 Comments from attendees other than board members

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46 Floren suggests CNFC table at next year's Earth Day movie showing at Sierra Nevada Brewing Co.
47

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49 3.0 BOARD DECISIONS

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51 3.1 [Candidate Packet](#)

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53 **ACTION BOX:** Lauren to add editing suggestions to finalize the Candidate Packet by Friday, April 28th.
54 Then send to BOD for approval via email by Saturday, April 29th and then forward to Liza and Laurie.
55

56
57

58
59 3.2 Accept [GM Reporting Package](#)

60
61 **MOTION:** Scott moves to approve the GM Reporting Package. Phil seconds. All are in favor and motion is
62 passed.

63
64 3.3 Review and accept final 2017 Co-op operating budget

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66 The Finance Committee requires additional information and projections for the 2018 fiscal year in order to see
67 how the new office space debt would affect future projections.

68
69 The board has reviewed the budget and would like to use the operating budget as a basis in order to compare
70 the 2017 results.

71
72 **ACTION ITEM:** Liza and Bri to meet with Finance Committee and provide them with a multi-year budget by
73 May 15th, 2017.

74
75
76 4. [Board Monitoring Reports](#)

77
78 **ACTION:** Governance Committee to remove C5-2.C. from Board Monitoring Reports since it already exists
79 in the bylaws.

80
81

82 5.0 **Board Education**

83
84 5.1 Board Retreat Logistics

- 85 a) Location (1815 Arbutus, back home dwelling)
86 b) 5/4 3-5pm & 5/5 10-5pm.
87 c) Topics: Relocation "Scenarios" & Global Ends statement

88

- 89 5.2 Processes (Decisions ---> action)
90 a) communication via GM
91 b) BOD self evaluation & out of compliance monitoring
92 Reports
93

94 **ACTION ITEM:** All board members to order their food for the retreat from the Bacio Menu in Laurie's Box
95 at CNFC available on Monday the 1st at 12:00pm and due by Wednesday May 3rd by 5:00pm.
96

97 **ACTION ITEM:** Liza- Clarification for processes and decisions from the board meetings: those decisions
98 communicated with the president and the GM, then GM to operations. The GM then reports back to the BOD
99 in the GM Reporting Package.
10

0 5.3 Sabbatical Update
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1

10 6.0 Committee Reports 2

3 1. Governance 10

4 Did not meet nothing to report
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5 2. Dev./Nom-Elect 10

6 3. Owner/Community Engagement 10

7 4. Finance 10

8 Did not meet nothing to report.
10

9 7.0 CLOSING 11

0 7.1 Review Action Items, Decisions, Tasks, Assignments
11

1 7.2 Next meeting (May 31st, 2017) topics:
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11 Retreat debrief

3 Discuss/update on new candidate

11 Update on annex office space
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11 7.3 Debrief/ Evaluate Meeting
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11 7.4 Closed Session -
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11 Closed session began at 8:00pm and ended at 8:25pm

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11 7.5 Adjourn Meeting

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11 **MOTION:** Peter motions to adjourn the meeting at 8:27pm. Scott seconds. All are in favor and motion is
9 passed.

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12 **Summary of Decisions**

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12 **ACTION BOX:** Lauren to add editing suggestions to finalize the Candidate Packet by Friday, April 28th.
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5
1 **MOTION:** Scott moves to approve the GM Reporting Package. Phil seconds. All are in favor and motion is
passed.

ACTION ITEM: Liza and Bri to meet with Finance Committee and provide them with a multi-year budget by
May 15th, 2017.

ACTION: Governance Committee to remove C5-2.C. from Board Monitoring Reports since it already exists
in the bylaws.

ACTION ITEM: All board members to order their food for the retreat from the Bacio Menu in Laurie's Box
at CNFC available on Monday the 1st at 12:00pm and due by Wednesday May 3rd by 5:00pm.

ACTION ITEM: Liza- Clarification for processes and decisions from the board meetings: those decisions
communicated with the president and the GM, then GM to operations. The GM then reports back to the BoD in
the GM Reporting Package.

ACTION ITEM: Lauren will edit a modified board application to replace current vacant seat by Friday, 4/28.
The board will vote by email to approve modified board application by Saturday, 4/29.