

Chico Natural Foods Cooperative – Board of Directors Meeting
 Chico Peace and Justice Center, 526 Broadway Street, Chico
DATE, 2014, 5:30 – 8:30 PM
MINUTES (DRAFT UNTIL APPROVED BY THE BOARD)

ACTION BOX ITEMS

Who	What	When	complete:
Phil and Sherri	Will circulate options for compensation	xxx	
Jake	Forward article concerning outreach	xxx	
Sherri and Craig	Will come together on time to meet about outreach and finalize communication with Marketing about goals.	End of March	
Sherri and Craig	Determine what agreements and present bulletpoints	Beginning of March	
Olivia	Will send board monitoring report request	by the second week of March	
Julia and Jake	Will fine tune goals and email to board	xxx	
Sherri and Jake	Follow up with Todd concerning GMO policy, as well as the role of the BOD regarding implementation oversight.	by the 14th of March	
Liza	B9 - liza will re-report financial planning	June	

ATTENDEES

Present: President Olivia Peters-Lazaro, Vice-President Julia Murphy, Treasurer Jake Preston Secretary Phil Weintraub, Board Member Craig Almague, Board Member Dan Levine, Board Member Sherri Quammen, General Manager Liza Tedesco, and Scribe Janeen Cain and Vincent Portillo .

Absent:

OPENING PROCEDURES

Call meeting to order: Olivia calls the meeting to order at 5:45 PM.

Check in all around.

Approval of the Feb. agenda by BOD members only:

MOTION: Olivia moves to approve the agenda. Julia seconds. All are in favor and the agenda is approved.

Approval of the Jan.minutes:

MOTION: Oliva moves to approve the minutes. Sherri seconded. All board members are in favor and the minutes are approved. The Scribe emails the approved minutes to the MM.

Sharing of email/written correspondence: none.

Facilitator and Process Guardian: Julia volunteers to be the Facilitator; Phil volunteers to be the Process Guardian.

COMMENTS

Comments from other attendees:

OLD BUSINESS: Action Box Items

A. Board Compensation: Sherri and Phil give update 5-10 min

Phil makes some suggestions for compensation discussing a 65/mo stipend. Phil proposes a stipend in the form of a gift card, 100 dollar stipend for president and 75 for other members. Some of the benefits of this is that the profit goes back to the store. Members discuss preference for the discounts in store over the stipend as a form of compensation. Further discussion by Phil proposes an accountability review as a means of determining compensation.

Julia asks what the next steps for the decision making. Proposes voting process. Phill states voting would be difficult to manage. Olivia emailed information from Rick. Olivia proposes that we consider a consensus process in making a decision and creating a deadline to move this particular agenda item. Board sets out three recommendations for compensation. Phil suggests that the board put these on the agenda one more time and finalize decision/consensus (make a vote).

Length of Service:

Jake proposes determination of service length in writing. Olivia suggest email as a means to communicate. Oliva further discusses that we need to stagger years in position. Need so many 3 year terms in order to fill gaps in service. Olivia suggest to check into bylaws. Finally, Jake suggests to make a google doc for this.

B. Board Retreat Updates: Confirmed for Sunday April 13 at Canyon, Sat April 12, night at Liza's 5-8 pm 5 min

All board members are looking forward to the events.

C. CBLD Cooperative Cafe March 8th 3 min

Julia asks if there are anyone who would like to make it to this function.

ACTION BOX ITEMS

Who	What	When	complete:
Olivia	will resend the stipend primers, the conversation points on board compensation.	by February 8.	done

Sherri	will contact Dan on term length of board membership	by	done
Dan	will have term length figured out	by Feb meeting.	mostly done
Jake	will start email conversation with board on Goals for 2014		done
All board	will email Julia on which dates are best for retreat	by Friday	done
Julia	will contact Chico Canyon Retreat	done	done
Julia and Sherri	will organize CNFCs attendance of the Cooperative Cafe March 8 in Sacramento		done
Julia	will set up a Doodle poll to schedule a working meeting to discuss December and January policy governance		done
Olivia	will email board newsletter information; assign board members food and lock-up duties.	by Friday	done

COMMITTEE UPDATES

Nominations/Elections ([charter](#)) 3 min

Phil has no updates. Jake and phil on that committee.

Outreach ([charter](#)) 3 min

Sherri states she will talk with Todd and advertise local events. Quarterly events owners meet with directors to discuss the state of co-op in order to bring up concerns and meet directors face to face. Dan suggests a table in front of the co-op to introduce themselves to the public for 2 hours, a meet and greet from 7 to 9pm.

Sherri suggests meeting at a cafe.

Jake suggests an article consultant website about communication with directors and owners. He will forward the email to the board members.

Julia discusses that she wants to work with marketing team about their vision. This meets the aim of gaining feedback and insight from Dylan, Joey, and other members of the Marketing team. She proposes this to recognise those working with community and support them without being in their way. Julia further suggests inviting Dylan to a board meeting. Julia would like to be used for their service and open a line of communication.

Liza discusses a formalized plan for communication a “what, when, and how” to see if there is a feasible communication for examining goals for outreach. She suggests a planned communication. Bullet points! Olivia suggest brainstorming and outlining what board is doing and seek communication with marketing team. Jake questions timeline to finish these correspondence. Olivia states that is the marketing responsibility.

Liza suggests we need to realistic look at a timeframe for communicating with Marketing team

and determining what outreach is appropriate.

Calendar ([charter](#), [Calendar](#)) 3 min

At the March board meeting, board agrees to stay an extra hour for a working meeting.

Goals 20 min ([Strategic Plan](#), [Ends 2014](#))

Olivia talks about streamlining outreach charter. 20 minute brainstorming about accomplishing goals, creating vision, and strategic planning. This is to gain ideas about supporting strategic plan. Julia discusses developing strategy for reinvesting in community such as small business loans etc. Jake proposes take each of the bullet point and discuss timeframe for meeting those goals. Liza discusses that we are new in this strategic plan and we need to work as a team in meeting these goals. "This is a learning curve for all of us." She says.

Jake suggests finding the resources to help facilitate meeting the goals.

Dan suggests looking at outreach and looking into the financial nuts and bolts of the process of outreach. Dan discusses that he wants to know what people want to do.

Sherri talks about adequately compensating members/owners. This will help the outreach process and help the co-op financial prosperity. This will help the members feel empowered.

Dan suggests that we need to be careful not to move the coop service into financial service of interaction/compensation. Be careful not to move into financial focus from cooperative focus.

Goal proposal for outreach:

- Asking membership more of what they want

- Membership voting

- Contestant election

- 30 to 40 percent increase in voter statistic

- Better board attendance CBLD conferences

- Increased board attendance on OAD's - perhaps have five Board members there rather than 3.

- Better board accountability

- Outreach about GMO

GMO Task force 3 min

Sherri discusses that we need to find out what is already being done. She is investigating the policy of GMO and systematically moving out all GMO products from the store. This may improve the financial state of store. A meeting is suggested to discuss BOD and community education and the BOD's role in that. Further, in store labeling may be implemented.

Dan discusses a polling effort and turning over issues to the broader owners.

The policy was formed in 2013. Sherri and Jake were supposed to have a consultation with Todd.

They need to make this a next step. Timeline - March 14

NEW BUSINESS

A. Working Meeting Continue Monitoring Reports, March 10, 5:30, does this work for people? 5 min

Board decided to meet one hour after March monthly meeting.

B. -C: Global Governance Commitment

-C1: Governing Style

-C2- The Board's Job 10 min

[Taking Policy to Heart](#)

[\(Board Monitoring Report 2014\)](#)

Julia emails John Harver 10 Principles to Board

BOD scales 1to5 Board monitoring report

C. [GM Report](#): B1 & B2 & Report to Board 10 min

Looked over Jan Minutes and didn't review previous reports. How should we proceed.

Olivia said we are ready for approval of reports.

Jake seconds that.

Liza creates follow up for foregoing plan.

MOTION: Olivia moves to approve monitoring report from January. Julia seconds. All in favor and monitoring report for January is approved

Liza discusses all MR. Overview of 2 Monitoring reports, monthly written report, and supporting documents.

D. Remodel Update 30 min

E. [GM Report Package](#)

MOTION: Olivia moves to approve B1. Jake seconds. All in favor and B1 is approved.

Julia suggests talking about written report.

Liza wants to keep with information that is fully informational

Olivia wants to look at item B2.

Open Forum if time allows

Evaluate ourselves on the meeting ([CBLD Board Self Eval.](#))

Call for adjournment – Second, Adjourn meeting

MOTION: Olivia moves to adjourn meeting. XXXX seconds. All are in favor and the meeting is adjourned at 8:10 PM.