

Chico Natural Foods Cooperative – Board of Directors Meeting
 Chico Peace and Justice Center, 526 Broadway Street, Chico
March 26, 2014, 5:30 – 8:30 PM
MINUTES

ACTION BOX ITEMS

Who	What	When	complete:
Sherri and Craig	Will come together on time to meet about outreach and finalize communication with Marketing about goals.	Early of March	
Sherri and Jake	Follow up with Todd concerning GMO policy, as well as the role of the BOD regarding implementation oversight.	Ongoing	
Liza	B9 - liza will re-report financial planning	June	

ATTENDEES

Present: Vice-President Julia Murphy, Treasurer Jake Preston, Secretary Phil Weintraub, Board Member Sherri Quammen, Board Member Craig General Manager Liza Tedesco, and Scribe Janeen Cain .

Guests: Scott Richmond and Judy La Rocca

Absent: President Olivia Peters-Lazaro, Board Member Dan Levine

OPENING PROCEDURES

Call meeting to order: Julia calls the meeting to order at 5:46 PM.

Check in all around.

Approval of the March agenda by BOD members only:

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

Approval of the February minutes:

MOTION: Jake moves to approve the minutes. Julia seconds. 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:

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

COMMENTS

Comments from other attendees:

Judy La Rocca visiting to bring the spirit of the Co-op from the beginning of it's formation. She says she looks forward to sitting in more often with the board.

OLD BUSINESS and/or Action Box Items

A. Board to vote on Board Compensation 10 min

Board considers the various options of compensation. Julia moves to vote on Compensation and Phil seconds. Julia votes for option two, Phil votes option two, Craig prefers option 3, Jake votes for option 2 but clarifies he doesn't feel that compensation is necessary, Sherri votes for option 3. Olivia votes for option 2 via email.

ACTION BOX ITEMS

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

Note: Dylan will be out for 4 weeks. Contact Joey, Suzy, and Amanda in Marketing.

COMMITTEE UPDATES

Nominations/Elections ([charter](#)) 8 min

Jake discusses templates and how board should emphasize and utilize nominations and elections to increase recruitment. Coming in April, he suggests providing direction to other directors. He discusses that it is everyone's job to recruit for the board.

Jake talked with other Co-ops and discussed ways for moving forward in elections. Jake presents the CNFC BOD Charter guidelines for nominations and elections; it is a really important document for future elections.

Julia discusses the importance of ongoing communication with potential board members.

Outreach ([charter](#)) 8 min [Owner Linkage](#) (CBLD doc from Jake)

Julia presents the Owner Linkage document. Focuses on Acting like Leaders.

Jake discusses the co-op cafe principles of leadership and presents the importance of providing opportunity for group and individual participation and the importance of owner linkage in order to create a stronger co-op community.

Sherry proposes creating more exciting events that are tailored toward increasing participation. Sherri talks about seeking advice from other co-ops that are successful in owner linkage and gaining higher level of participation.

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

}30 min

Liza and Olivia are on that committee. Liza provides update. Board discusses that they can work on creating a more comprehensive calendar.

Goals 5 min ([Strategic Plan, Ends 2014](#)) [Draft Goals](#) [Goals Discussion](#)

CNFC BOD Draft goals are discussed. The main highlights include helping and assisting the GM, refining and clarifying board responsibilities, participating in board development opportunities, increasing voter participation, and refining outreach goals. Board favors on focusing on these main goals. Julia finalized goals, Jake seconds, and craig thirds. All in favor.

GMO Task force 3 min

Sherrie states that we need to create a timeframe for forming policies surrounding GMO. Sherrie proposes working with Liza.

Jake will forward the purchasing guidelines via email. Liza proposes coordinating via email to develop agenda and producing information about GMO policies.

NEW BUSINESS

A. Jake debrief: Coop cafe 10 min

The co-op cafe began with a broad foundation of coop philosophy and focused on creating more participation and creating goals that can help boost participation. Jake proposes watching a CVS consulting video and providing support material in order to educate Board. [CVS LINK]

B. [Board Monitoring Reports](#) 10 min

Julia talks about item C2 boards job.

3.) of C2: Olivia 5, Julia 4.5, Sherri 4, Jake 4, Phil 4, Craig 4.5.

Julia asks each board member to look into [Robert's Rules of Order Link](#) is in the policy governance.

To change a policy, the board should discuss if there is a policy that is not working and then make a vote.

C. [GM Monitoring Report](#) 20 min

The board has reviewed all documents and is ready to vote on reports. See Item **B4**: Jake motions to accept compliance. Julia seconds. All is in favor.

See **Financials** - Monthly Written Report:

Supporting Documents:

Open Forum if time allows

Evaluate ourselves on the meeting ([CBLD Board Self Eval.](#)) 3 min

Board discusses and self-evaluates several key points:

- ❖ Adhere to the Policy
- ❖ Emphasize future vision and strategic leadership
- ❖ Express our own opinions
- ❖ Actively participate in the board meeting
- ❖ Meet deadlines set by committees, the president, and the Boards planning calendar.

- ❖ Understand the periodic financial statements of the Coop
- ❖ Achieve high level attendance
- ❖ Did the board adhere to the decision making process

Board agrees that these processes were adhered to.

Term Length: Vote on the iteration of term length as proposed by the [[BOD Term Length Options-Work Sheet](#)]. Jake discusses the three year term, staggered term lengths. Jake spoke with seven co-ops and they all were three year terms. Sherri moves to approve Option 3. Jake seconds that and Julia thirds. All in Favor.

Call for adjournment – Second, Adjourn meeting

Working meeting: Prioritize items for discussion. 5 min

Items to be addressed sequentially. We will set mandatory-participation items as top priorities.

Board members may stay to discuss additional points as they wish.

OPEN FORUM IF TIME ALLOWS

CALL FOR ADJOURNMENT

MOTION: julia moves to adjourn meeting. Phil (?) seconds. All are in favor and the meeting is adjourned at 8:33 PM.