

1 CHICO NATURAL FOODS COOPERATIVE
2 Board of Directors Meeting
3 Purple Loft CNFC
4 May 25th, 2016 5:30p.m.
5

6 Attendees: President Natalie Carter, Treasurer Scott Richman, Board Members Laurie Niles, Yanabah Powers,
7 Seana Watkins, GM Liza Tedesco, and Scribe Blake Ellis .
8

9 Absent: Vice President Alec Binyon, Secretary Phil Weintraub
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0 Guests Present: None
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1 1.0 OPENING PROCEDURES
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1 1.1 President calls meeting to order

3 Natalie calls the meeting to order at 5:55 P.M.
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4 1.2 Teaching Point
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5 [May Ends Review](#): Proactive Leadership & Sustainability
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7 1.3 Check In, Kudos, Celebrations
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1 2.0 PRELIMINARIES
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2 2.1 Approve the [Agenda](#)
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2 **MOTION:** Laurie motions to approve agenda. Yanah seconds. All board members are in favor and the agenda
1 is approved.
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2 2.2 Approve the previous months [Minutes](#)
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3 **MOTION:** Scott moves to approve the April minutes. Seana seconds. All board members are in favor and the
2 minutes are approved.
4

2 2.3 Share written correspondence with board
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2 No written correspondence to share at this time.

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2 2.4 Choose Facilitator and Process Guardian
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2 Natalie volunteers to be the Facilitator; Laurie volunteers to be the Process Guardian.
8

2 2.5 Comments from attendees other than board members (3 minutes each) - None present
9

3 Our regular location for monthly meetings at the Peace and Justice Center might be changing.
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3 3.0 EDUCATION
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3 3.1 Committee Reports and Calendaring Exercise (30 minutes)
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[Committee Charter Quick Reference](#)
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[Full Description of Committee Charters](#)
3

5 a. Finance
3

6 The committee met on May 11th and discussed the effect from the recent opening of a New Earth
3 Market in Chico. On the date of this committee meeting CNFC was seeing only a slight decrease in
7 sales in those first two weeks of this new store opening. Since this time however, our sales growth
3 decreased more significantly in the second half of May. Scott had brought up the option to increase our
8 projected sales for 2016, however Liza favored not changing the budget to a greater sales projection
3 before we see the results of the next two quarters. The committee also reviewed financial sections from
9 the draft of the relocation monitoring policies. Liza informed the committee that there is a new pro
4 forma that is based on a more expensive project. Scott looked at this new pro forma and found that
0 some of the ratios exceed those in the current draft of the relocation monitoring policies. Scott suggests
4 that the board not push for approval of the relocation monitoring policies too quickly since we need to
1 secure a site and build a pro forma based on that relocation. Liza says that we first need to understand
4 the scope that informs the budgeting in order to move forward. The pro forma is the “proverbial egg”
2 preceding creation of the relocation policies.
4

3 **ACTION ITEM:** Finance Committee to assign dates to the tasks in each committee charter.
4

4 **ACTION ITEM:** Liza to email committee charter new tasks list.
4

5 b. Governance
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6 Scott is chair, however Natalie agreed to present today’s committee meeting report to the board.
4 Governance Committee met and reviewed chairs of committees. The Governance Committee
7 recognized that the continuous task of reviewing documents does not lend itself to applying dates to the
4 committee’s work. There was an update regarding completion of the relocation monitoring document.

8 A proposed change to board monitoring reports is that the task of collecting minutes be changed from
4 the secretary to the scribe. (Board Monitoring Report C4- 5)

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0 **ACTION ITEM:** Natalie email updated with changes to Board Monitoring Report C4-5

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1 c. Owner/Community Engagement

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2 Met last Saturday with Joey. Discussed with Joey about knowing ahead of time what activities are
5 planned. Joey shared events and activities that are coming up such as our Concert in the Park
3 sponsorship June 3rd for which board members are encouraged to attend. In the future, Joey will send
5 Liza and Blake the upcoming outreach opportunities to include in the monthly agenda instead of asking
4 Joey for anticipated future opportunities as inclusions to the month to month calendar.

5
5 The committee also discussed “talking points” to use while communicating with potential members.
5 Ex: Member Dinner- \$20/year for a free dinner with open bar. Board members are also encouraged to
6 come to the kombucha cart at an event to help speak with the public and encourage membership.

5
7 **ACTION ITEM:** Have marketing team assemble membership box/info to bring to events for BOD to
5 utilize. (Desire BOD membership box for BOD to be created for all events, not just Thursday night
8 market)

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9 d. Executive Committee

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6 e. Dev./Nom-Elect

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6 Had a very thorough meeting and applied dates to charter about moving forward into elections process.

2
6 What are expectations from Dev/Nom committee during the retreat? Board should send topics to
3 committee which they will compile and forward to Todd.

6
4 **ACTION ITEM:** Natalie will reach out to Todd to discuss the retreat and set up monthly calls with
6 Todd.

5
6 **ACTION ITEM:** Alec will share notes from the Dev./Nom-Elect committee meeting.

6
6 **ACTION ITEM:** Liza- Inquire with Chris: What does Dev./Nom-Elect committee need to do for
7 ballots? Unsure of language “prepare ballot” and need clarification

8 3.2 2. Board Study Topic:

6
9 <http://www.grocer.coop/articles/don-t-prove-persuade>

0 **ACTION ITEM:** Get board their stack of envelopes and addresses in order to contact members about
7 investing.

1

7 4.0 BOARD DECISIONS

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3 4.1 Accept [GM Reporting Package](#)

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4 Scott was excited to see customer comments to see the annual data which supports B5. There were comments
7 about loud music being played over the store's sound system. Liza clarifies that floor managers are trained to
5 not play certain stations and that some discomfort might be due to the speaker system volume being louder in
7 spots.

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7 4.2 [GM Monthly Written Report](#)

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7 Excellent net income was noted so far this year despite hefty consulting expenses for March and April.

8

7 a. [March 2016 Owner Report](#)

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8 4.3 [March 2016 Prelims](#)

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8 **MOTION:** Scott moves to accept the GM Reporting Package. Seana seconds. All are in favor and the motion
1 is passed.

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2 4.4 Project Management Course <https://www.coursera.org/specializations/project-management>

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3 **MOTION:** Laurie moves for the Co-op to reimburse the cost of Liza's Project Management Course upon
8 completion. Scott seconds. All are in favor and motion is passed.

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8 5.0 SELF-MONITORING -- BOARD MONITORING REPORTS

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8 5.1 [Board Monitoring Reports](#)

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8 Not enough board members provided ratings for the reports this month.

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8 **ACTION ITEM:** All members must fill out their board monitoring reports!

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9 6.0 CLOSING

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0 6.1 Review [Action Items](#), Decisions, Tasks, Assignments

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1 6.2 Next meeting topics: review Board Calendar, and monitoring the schedule for Agenda preview and posting.

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2 [CNFC BoD Hours Log](#)

3 [CNFC Planning Policy Calendar](#)

4 Retreat: June 25-26!

5 **ACTION ITEM:** Post with agenda the regular meeting dates and locations in order to inform when board
9 meets.

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9 6.3 Debrief/ Evaluate Meeting

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9 6.4 Adjourn Meeting

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9 **MOTION:** Scott moves to adjourn. Yanah seconds. All are in favor and the meeting is adjourned at 7:55 P.M.

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0 **Summary of Decisions**

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1 **ACTION ITEM:** Finance Committee to assign dates to the tasks in each committee charter.

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0 **ACTION ITEM:** Liza to email committee charter new tasks list.

2
1 **ACTION ITEM:** Natalie email updated with changes to Board Monitoring Report C4-5

0
3 **ACTION ITEM:** Bring membership information to events, Thursday markets, etc.

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0 **ACTION ITEM:** Natalie will reach out to Todd to discuss the retreat and set up monthly calls with
4 Todd.

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0 **ACTION ITEM:** Alec will share notes from the Dev./Nom-Elect committee meeting.

5
1 **ACTION ITEM:** Liza- Inquire with Chris: What does Dev./Nom-Elect committee need to do for
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1 **ACTION ITEM:** Get board their stack of envelopes and addresses in order to contact members about
0 investing.

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0 upon completion. Scott seconds. All are in favor and motion is passed.

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ACTION ITEM: Post with agenda the regular meeting dates and locations in order to inform when board meets.

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