

1 CHICO NATURAL FOODS COOPERATIVE

2 Board of Directors Meeting  
3 829 Main St. Chico, CA 95918  
4 August 30th, 2017 5:30p.m.  
5

6 Attendees: President Laurie Niles, V.P. Phil Weintraub, Secretary Seana Watkins, Treasurer Scott Richman,  
7 Lauren Kennedy, GM Liza Tedesco, Scribe Blake Ellis.

8  
9 Absent: Peter Ratner and Topher Dalton

10  
11 Guests Present: None  
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14 1.0 OPENING PROCEDURES

15  
16 1.1 President calls meeting to order  
17 Laurie calls the meeting to order at 5:38 p.m.  
18

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 Lauren volunteers to be Process Guardian and Laurie to be the Facilitator  
28

29 2.2 Approve previous month's [Minutes](#)  
30

31 **MOTION:** Seana moves to approve the June '17 Minutes. Scott 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. Phil seconds.  
37 All are in favor and the agenda is approved.  
38

39 2.4 Share written correspondence with board - None to share.  
40

41 2.5 Comments from attendees other than board members  
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43  
44 3.0 BOARD DECISIONS

45  
46 3.1 Accept [GM Reporting Package](#)

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49

Policy	Scheduled Date of Monitoring	Actual Date of Monitoring	Date Reports submitted/ On Time	Reasonable Interpretation	Data Provided	Compliant	If no, indicate severity	Action Taken	Comments
B-Global executive constraint	June	5/30/2017	yes	yes	yes	yes		Board approval	

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56  
57 **ACTION ITEM:** Liza to send out Owner Report to BOD to be included in the GM Reporting Package for  
58 August '17.

59  
60 **ACTION ITEM:** Seana to add column for the date the GM submitted report to the GM Monitoring Reports  
61 by Friday, September 1st 2017.

62  
63 **ACTION ITEM:** Blake and Liza to insert monitoring summary report for each meeting in the minutes and  
64 minutes template.

65  
66 **MOTION:** Phil moves to accept the GM Reporting Package for August '17 with the partial noncompliance  
67 on B1.1 and B7.1 . Lauren seconds. All are in favor and motion is passed.

68  
69 3.2 [November Film Selection](#)

70  
71 **MOTION:** Laurie moves to show “The Last Crop” film on November 4th, 2017 at The Pageant Theatre.  
72 Seana seconds. In favor: 4, Opposed 1, Lauren. Motion is passed.

73  
74 **ACTION ITEM:** Laurie to email Dylan and Topher that “The Last Crop” as chosen as the film to show at  
75 The Pageant Theatre on November 4th.

76  
77 **ACTION ITEM:** Seana to follow up with Miles about rental costs and how to acquire the film for the  
78 showing.

79  
80 3.3. Logging Board hours procedure

81  
82  
83 **ACTION ITEM:** Governance committee to create the recommended motion to the logging of hours  
84 procedure to the BOD Hours Log by September 10th, 2017

85  
86 **Standing Agenda Item**

89 BOD Decisions by Email for Minutes Documentation-

90 1) GM Compensation

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92 **ACTION ITEM:** Seana, Secretary, will email GM, Scribe, and President the final BOD decisions to be  
93 included in the following month's agenda and minutes. Send GM compensation vote to scribe.

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95

96 **4.0 Board Monitoring Reports**

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99 **5.0 Board Education**

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101 5.1. Annual Owner Meeting

102

103 5.2. State of the Co-op Union (20)

104

105

106 **6.0 Committee Reports**

107

108 1. Governance

109

110 **ACTION ITEM:** At the November Board Meeting the BOD will adopt the policy register and the policy  
111 manual will be printed by January 1st. Policy register will be adopted at the November Board Meeting.

112

113 **ACTION ITEM:** Governance Committee to further discuss how to create a policy for the interview process  
114 for vacant board seats and whether or not that policy should be in the bylaws or in manual.

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116

117 2. Dev./Nom-Elect

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119

120 3. Owner/Community Engagement

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123 4. Finance

5 **ACTION ITEM:** Laurie to resend spreadsheet with suggestions for additional training for BOD members.

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**MOTION:** Scott moves to approve Governance Expense for 2018 at \$16,000. Laurie seconds. All are in favor and the motion is passed.

7.0 CLOSING

7.1 GM Compensation

7.2 Review [Action Items](#), Decisions, Tasks, Assignments, Board Calendar, Assignments, Evaluate Meeting.

7.3 Next meeting (September 27th, 2017) topics:

7.4 Closed Session

7.5 Adjourn Meeting

**MOTION:** Laurie motions to adjourn the meeting at 9:08pm. Seana seconds. All are in favor and motion is passed.

### **Summary of Decisions**

**MOTION:** Seana moves to approve the June '17 Minutes. Scott seconds. All are in favor and the motion is passed.

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

**MOTION:** Phil moves to accept the GM Reporting Package for August '17 with the partial noncompliance on B1.1 and B7.1 . Lauren seconds. All are in favor and motion is passed.

**MOTION:** Laurie moves to show “The Last Crop” film on November 4th, 2017 at The Pageant Theatre. Seana seconds. Lauren opposes. Motion is passed.

**MOTION:** Scott moves to approve Governance Expense for 2018 at \$16,000. Laurie seconds. All are in favor and the motion is passed.

**ACTION ITEM:** Liza to send out Owner Report to BoD to be included in the GM Reporting Package for August '17.

**ACTION ITEM:** Seana to add column for the date the GM submitted report to the GM Monitoring Reports by Friday, September 1st 2017.

**ACTION ITEM:** Blake and Liza to insert monitoring summary report for each meeting in the minutes and minutes template.

**ACTION ITEM:** Laurie to email Dylan and Topher that “The Last Crop” was chosen as the film to show at The Pageant Theatre on November 4th.

**ACTION ITEM:** Seana to follow up with Miles about rental costs and how to acquire the film for the showing.

**ACTION ITEM:** Governance committee to create the recommended motion to the logging of hours procedure to the BOD Hours Log by September 10th, 2017

**ACTION ITEM:** Seana, Secretary, will email GM, Scribe, and President the final BOD decisions to be included in the following month's agenda and minutes. Send GM compensation vote to scribe.

**ACTION ITEM:** At the November Board Meeting the BOD will adopt the policy register and the policy manual will be printed by January 1st. Policy register will be adopted at the November Board Meeting.

**ACTION ITEM:** Governance Committee to further discuss how to create a policy for the interview process for vacant board seats and whether or not that policy should be in the bylaws or in manual.

**ACTION ITEM:** Laurie to resend spreadsheet with suggestions for additional training for BOD members.