

**CHICO NATURAL FOODS COOPERATIVE
BOARD OF DIRECTORS' MEETING**

Venue or Virtual Link:

<https://zoom.us/j/94659290864?pwd=https://zoom.us/j/94659290864?pwd=VkF0bTR0ODBOSlkzclUySEFCMTZudz09VkF0bTR0ODBOSlkzclUySEFCMTZudz09>

Tuesday, July 5, 2022, (6-8) 5:30 to 9 PM
[2022 Annual Governance Schedule](#)

Present: Angelina, Dale, Kathy, Liza, Maggie and Steve. Guest: Peter Ratner

| | Time | Topic and <i>Intended Outcome</i> | Action | Who |
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| 20 | 6:00 | Welcome and Check-in <i>Build Community/ Connection</i> | <ul style="list-style-type: none"> ● Welcome ● Check-In: <ul style="list-style-type: none"> ○ How are you feeling and functioning right now? (including Peter) ○ Questions or comments before we begin? | Kathy (president) Dale (facilitator) |
| 15 | 6:20 | Opening Procedures <i>To get on the same page.</i> | <ul style="list-style-type: none"> ● Call the meeting to order.. <i>Kathy calls the meeting to order at 6:15.</i> ● Recruit a timekeeper, stack taker and notetaker. <i>Angelina: Time keeper, Dale: stack taker, Kathy: notetaker.</i> ● Approve previous month's minutes: May 24 2022 Minutes <i>Maggie motions to approve. Dale seconds: Unanimous.</i> ● Approve this agenda. <i>Kathy motions to approve. Dale seconds: Unanimous.</i> ● Review previous month's action items. <i>Many action items are in process and ongoing. They will be recorded as such.</i> ● GM or officers share any written correspondence with the board. ● Welcome comments from attending owners, if any (3 min each). <i>Peter Ratner introduces himself, tells us his board experiences and credentials, and expresses his interest to be appointed to the remaining open seat on the board.</i> | Kathy Dale |

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| 35 | 6:35 | <p>GM: Monthly Operational Report</p> <p>GM: Accountability & Policy Monitoring <i>To track ends (A) and executive limitations (B)</i></p> | <p>Share recent information and answer questions about progress towards ends and limitations.</p> <p>GM Monitoring : B3 Asset Protection Vote & record Vote to accept interpretation if in compliance. <i>Kathy moves to accept GM report on B3 as compliant except for B3.8.1. Maggie seconds.</i> Vote to accept interpretation with plan for compliance. <i>Dale moves to accept BM interpretation of the noncompliance and the plan in place to improve member growth with a moderate severity. Angelina seconds. Unanimous.</i></p> <p>Remodel update: <i>Board welcomes the remodel update.</i></p> | Liza (GM) |
| 15 | 7:10 | Board Work Cycle and Self-Monitoring | <p>Work Cycle focus: Annual Meeting of Members</p> <p>Self-Monitoring:</p> <ul style="list-style-type: none"> ● C3: Agenda Planning ● C4: Board Meetings ● C7: Board Committee Principles (discuss it July?) <i>Board members sign up for committees: Community Engagement: Angelina, Maggie. Finance: Steve.</i> | Kathy |
| | | Current and New Business | <p>Email norm discussion. <i>Preferences would be to have any correspondence notated if a response is needed with a By When Date . Angelina is fine with text reminders to refer to emails sent.</i></p> | Kathy |
| 10 | 7:25 | Committee Reports/Updates | <ul style="list-style-type: none"> ● Community Engagement (Annual Member Meeting): <i>Fall is being considered.</i> Introduce topic: Community Mural project ● Governance (New director orientation): <i>Plans are for attendance at CBL 101 July 16 and follow up meeting on July 19 with Todd Wallace.</i> ● Finance ● Elections: <i>Discuss next meeting about adding to Community Engagement or Governance.</i> ● GM Compensation: <i>Adhoc committee to be formed and discuss at next meeting.</i> | Kathy |
| 10 | 7:35 | Board Education | <p>Upcoming board retreat: Discuss timing, format and options. <i>TBA</i></p> <p>How is it going for getting on board with the board? Questions, Problems, Suggestions?</p> <p>Resources:</p> <ul style="list-style-type: none"> ● Columinate advisor, Todd Wallace ● Training & Events – Columinate ● Policy Governance Quick Guide – Columinate ● Virtual CBL 101 – Columinate Who is enrolled? | Kathy and Liza |

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| 5 | 7:40 | Special Items/Focus | Discussion and consideration for Peter Ratner to be appointed as appointed Director. <i>Kathy moves to appoint Peter Ratner to the board. Maggie seconds. Unanimous approval.</i> | Kathy |
| 15 | 7:45 | Closing Procedures and Check-out | <ul style="list-style-type: none"> ● Review new action items: <ul style="list-style-type: none"> ☒ 2022 Annual Governance Schedule <i>Tab below for action items.</i> ● Review decisions (voting items notated in red). <i>Reviewed.</i> ● Next meeting topics / refer to board calendar ● Round of insights: What did you observe, discover or appreciate. ● Need anything? | Dale |
| | 8:00 | Adjourn Meeting | <i>Kathy adjourns the meeting at 8:12 PM.</i> | Kathy |