

CHICO NATURAL FOODS COOPERATIVE BOARD OF DIRECTORS' MEETING MINUTES

ZOOM Virtual Link:

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

July 26, 2023, 6-8 PM (5:30 to 9 PM Zoom room open)

[2023 Annual Governance Schedule.xlsx](#)

Present:

	Time	Topic and Intended Outcome	Action	Who
30	5:30	Optional "Zoom room" set up time	<ul style="list-style-type: none"> ● Get on early enough to get into Zoom and ask for whatever help you need. Be sure you can access the current Agenda with live links in Liza's emailed Monthly report or Google Drive. ● Folder sequence: Shared drive → BOD → Board Meetings → Monthly BOD agenda and minutes → 2023 → July 2023 ● Prepare and agree to recording meeting. 	Liza, Kathy, Dale
10	6:00	Welcome and Check-in <i>Build Community/ Connection</i>	<ul style="list-style-type: none"> ● Welcome all: ● Check-In: <ul style="list-style-type: none"> ○ Note directors attending: <i>Kathy, Dale, Liza, Anthony, Rick, Wilma, Valerie, Steve.</i> ○ How are you feeling and functioning right now? ○ Questions or comments before we begin? ● <i>Kathy calls meeting to order: 6:16pm..</i> 	Kathy (president) Kathy
10	6:10	Opening Procedures <i>To get on the same page.</i>	<ul style="list-style-type: none"> ● Approve Consent Agenda <ul style="list-style-type: none"> ○ This Meeting Agenda and previous month minutes. ○ <i>Dale moves to approve consent agenda, Anthony seconds. No opposition, motion passes.</i> ● Decisions made by email: <i>The Board welcomes Rick Kirk, who was elected via an email vote, to the open seat on the board for a term that will continue until the next board election (2024).</i> ● Review previous month's action items. Bottom TAB 2. ● GM or officers share any written correspondence with the board. ● Welcome comments from attending owners, if any (3 min each). 	Kathy Kathy

35	6:20	GM: July Reporting Package Accountability & Policy Monitoring	<ul style="list-style-type: none"> ● Monitoring Report for Policy A - Global Ends <ul style="list-style-type: none"> ○ Board questions, discussion, comment ○ Evaluate ○ <i>Dale moves to accept the report as reasonably interpreted and moving towards accomplishment of ends. Anthony seconds. No motion opposition. Motion passes.</i> (in GM monitoring summary table) ● Remodel (brief update in GM Report to the Board) 	Liza Group Liza
15	6:55	Board Work Cycle and Self-Monitoring <i>To keep track of our work and improve over time.</i>	<ul style="list-style-type: none"> ● Work Cycle focus: (See Annual Governance Schedule (AGS)/ Green section in schedule) Link is at top of this agenda. <ul style="list-style-type: none"> ○ Generative/Strategic Conversations <p><i>See Current and New Business below for future plans.</i></p> <ul style="list-style-type: none"> ● Self-Monitoring for July: <ul style="list-style-type: none"> ○ C5 - Directors' Code of Conduct ○ C6 - Officers' Roles <p><i>Discussion and ask for someone to fill the role of Treasurer. Dale is serving as both Secretary and Treasurer at this time. Anthony is Vice-President.</i></p> <ul style="list-style-type: none"> ● Reminder - Columinate as a resource: https://columinate.coop/who-we-are/ https://columinate.coop/policy-governance-quick-guide/ ● From June: C-3: Agenda Planning - pg 49, C-4: Board Meetings - pg 50, C-7: Board Committee Principles - pg 53 	Kathy Governance Committee
20	7:10	Committees: explanation and participation. Committee Reports/Updates	Review Committee Charters and discuss our commitment and plans to engage with committee work. Current Charters: pg 12-16 of manual. Board Manual <ul style="list-style-type: none"> ● Owner/Community Engagement (CEC) <i>Valerie (chair), Dale, Kathy, Wilma, Anthony and staff: Liza and Joey</i> <ul style="list-style-type: none"> ○ Recent meeting minutes: ○ Next CEC meeting date: TBD ● Governance: <i>Dale, Anthony, Kathy</i> ● Finance: <i>Anthony, Rick, Steve</i> ● Nomination/Election: <i>Under CEC, Wilma (chair).</i> ● CNFC Executive: <i>See Overview below and New Business below.</i> 	Kathy Chairs of committees

			<p><i>Overview: Committees will begin to meet regularly as soon as possible. Agendas and minutes should be written and filed in Drive. There is a template for this in our Board Manual. Committees can also decide how they want to write and account for their meetings. Some consistency might prove to be helpful. (Notes from the Exec committee)</i></p>	
20	7:30	Current and New Business	<p><i>Discussion : Developing monthly board education based on online Columinate webinars and articles that we commit to together. We will choose one each month in a well-planned series for 3-4 months with deadlines and reviewing together. These will be coordinated with Board Work and Self-Monitoring.</i></p> <p><i>Kathy will send Columinate options that fit our board at this time.</i></p> <p><i>The Exec.Comm. has set up a process to rotate in a new Columinate consultant. We appreciate Todd Wallace and the more than a decade of helpful relationship with our co-op.</i></p>	Kathy Liza Executive Committee
0		Board Education	See above commitment form new business.	
5	7:50	Closing Procedures and Check-out	<ul style="list-style-type: none"> ● Review new action items: Scribe reads ● Review decisions: Scribe reads ● Next meeting topics / refer to board calendar. <ul style="list-style-type: none"> ○ <i>Elect Officers: Secretary (?), and Treasurer.</i> ● Round of insights: What did you observe, discover or appreciate. ● Need anything? 	Kathy
	8:00	Adjourn Meeting	<i>Kathy adjourns meeting 8:04pm.</i>	Kathy

	2020	2021	2022	2023
BOD Insurance	\$ 1,769	\$ 1,840	\$ 2,053	1977
Leadership Development	\$ 7,000	\$ 7,275	\$ 7,450	7650
Scribe	\$ 570	\$ 308		
Technology:				
Gsuite	\$ 135		\$ 1,685	1800 Assume \$150/month
Zoom			\$ 110	0 Store will have account
Online Voting	\$ 200	\$ 176		
Meeting Expense	\$ 100			
Other	\$ 338		\$ 243	250 To be safe
BOD Discounts			\$ 2,800	3000
	\$ 10,112	\$ 9,598	\$ 14,341	14677

