CHICO NATURAL FOODS COOPERATIVE BOARD OF DIRECTORS' MEETING MINUTES

Venue or Virtual Link:

 $\frac{https://zoom.us/j/94659290864?pwd=https://zoom.us/j/94659290864?pwd=VkF0bTR0ODBOSlkzclUySEFCMTZudz09VkF0bTR0ODBOSlkzclUySEFCMTZudz09}{FCMTZudz09VkF0bTR0ODBOSlkzclUySEFCMTZudz09}$

November 30, 2022, 6-8 PM (5:30 to 9 PM Zoom room open)

2022 Annual Governance Schedule

Present:

	Time	Topic and Intended Outcome	Action	Who
10	6:00	Welcome and Check-in Build Community/ Connection	 Welcome Check-In: How are you feeling and functioning right now? Questions or comments before we begin? 	Kathy (president) Dale (facilitator)
15	6:10	Opening Procedures To get on the same page.	 Meeting called to order: 6:21PM Recruit a timewatcher: Peter Approve Consent Agenda Previous month's minutes: This Meeting Agenda. Kathy moves to accept the Consent Agenda. Peter seconds. Unanimous. Decisions made by email: Kathy moves to appoint Valerie Simpson to a recently vacated seat for CNF board director. Peter seconds Unanimous approval. We also did an in person vote. Review previous month's action items. GM or officers share any written correspondence with the board. Peter shared his communication with the farmer's market in regards to being able to table there for member and board recruitment. They informed him CNF needs to be a non-profit. We may use his letter slightly edited for a newsletter entry about CNF relationships with local farmers. See action item below. No comments from attending owners. Lisa Furr shared in Check-in. 	Kathy Dale Kathy

45	6:25	GM: Monthly	GM Monitoring based on Executive Limitations: Policy Governance	LIza
43	0.23	Operational Report GM: Accountability & Policy Monitoring	Monitoring Report B1- Financial Conditions and Activities (Annual): Dale moves to accept the report as submitted by GM as compliant and to accept the rationale and plan for the areas of noncompliance: B1.1, B1.12 and B1.52. Valerie seconds. Unanimous. B1- Financial Conditions and Activities (Quarterly): Kathy moves to accept the report as submitted as compliant and the rationale and plan for the noncompliant areas of Global #1a, 1.1, 1.2 and B1.5. Peter seconds. Unanimous. B6: Staff Treatment and Compensation: Peter moves to accept the report as fully compliant as submitted. Maggie seconds. Unanimous.	(GM)
5	7:10	Board Work Cycle and Self-Monitoring	 Work Cycle focus: No new focus for Nov. Reminder: Annual Board Retreat: Date Saturday, Jan 21, 2023 Agenda Self-Monitoring for Board (carryover from OCT) Executive committee will work on this through DEC. See action item below. D4: Evaluating the GM D5: Compensating the GM GM Compensation: Columinate webinar available Navigating the GM Compensation & Evaluation Processes - Columinate 	Kathy/Liza
10	7:15	Committee Reports/Updates	 Owner/Community Engagement (CEC) (Valerie, Maggie, Peter, Dale, Kathy and staff: Liza and Joey) Nomination/Elections: (Within the CEC) Continue aligning Elections with the ongoing membership drive and member meeting. Next CEC meeting 12-14-22 12pm-1pm with Joey and Liza. Finance: Board Budget 2023 CNFC Executive: Officers: Kathy, Dale and Peter Governance: Kathy, Dale 	Group Dale Kathy Kathy
5	7:35	Current and New Business	 Discussion to set up Orientation Team for Valerie. Appreciations to Lisa Furr for attending and volunteering to serve on the board. Plan for email vote for appointment to vacated seat. 	Kathy

0		Board Education		Kathy/Dale
15	7:40	Closing Procedures and Check-out	 Reviewed new action items. Reviewed decisions (voting items notated in blue). Next meeting: no meeting in DECEMBER. Next scheduled regular meeting: Jan 25, 2023. Annual retreat: 1/21/23 9AM to 3PM zoom Round of insights: General appreciations from and for everyone. 	Dale
	8:00	Adjourn Meeting	Meeting adjourned: 8:00PM	Kathy

ACTION Items link and list:

	Create the wording for a board			
	recruitment flier and send to Liza for Joey	CEC:		
11/30/22	to work with.	Maggie/Peter	TBA	High
	Revive the Finance Committee: contact			
	Steve and discuss the duties of the			
11/30/22	committee.	Dale (treasurer)	ASAP	High
	Send email re: appointment vote for Lisa			
11/30/22	Furr as a new director.	Kathy/Dale	ASAP	High
	Set up orientation for Valerie and Lisa			
	(after appointment approval) for			
11/30/22	orientation.	Kathy/ Liza	ASAP	High
	Send a letter of tremendous appreciation			
11/30/22	from the board to Holly.	Kathy	ASAP	High
	Send reminder to whole board re: Jan			
11/30/22	Retreat details	Kathy	ASAP	High
	Check all records for 2022 and 2021 for			
	GM monitoring report details from board	Kathy/		
11/30/22	meeting minutes.	Dale/Scribe	ASAP	Med-High
	Edit Peter's letter to Famer's Market			
11/30/22	board for CNF newsletter submission. `	Peter/Kathy	TBA	Low

2023 CNF BO	ard of Directors' Retreat Draft Plan	Jan 21, 2023 9AM-3PN			
PART 0 - OUR What do we st	WHY - (Jamboard?) What's bringing us tand for?	together (as individuals)?			
PART 1 -Our C	urrent Reality				
Society					
Co-op					
Commu	nity				
PART 2 - Whe	re do we want to go?				
Horizon	Horizon 1 - Defend and Extend the current business - our current focus				
Remode	l - why are we doing this				
Connect	the dots				
PART 3 -					
contribution? F	board do? How can the board help? How down can the board have a bigger impact in plement our "why" or what we stand for standard f	n the larger community?			
How to add in our role in the larger co-op community? - Connects to our WH SEE ABOVE!					

POST-Retreat Follow up - Board Meeting FEB 1