

Chico Natural Foods Cooperative – Board of Directors Meeting
 Chico Natural Foods Cooperative 818 Main Street, Chico
NOVEMBER 21, 2014 3:30 – 5:30 PM
MINUTES

ACTION BOX ITEMS

Who	What	When	complete:
Natalie	will draft a revision of the bylaw concerning board member term lengths.	by December 1	
Working group members	will establish a meeting date in the month of December	by November 28	yes
Natalie	will look to the September Minutes in order to determine when Liza would like work to have been done on the relocation		

ATTENDEES

Present: Vice President Julia Murphy, Secretary Phil Weintraub, Board Members Natalie Carter, Scott Richman, Olivia Peters-Lazaro, General Manager Liza Tedesco, Scribe Vincent Portillo, and Administrative Assistant Janeen Cain .

Absent: Alec Binyon

Visitors: Laurie Niles, potential CNFC board member

OPENING PROCEDURES

Call meeting to order: Olivia calls the meeting to order at 3:30 PM.

Check in all around. Julia will act as President. Olivia will act as Vice-President.

Approval of the November agenda by BOD members only:

MOTION: Olivia moves to approve the agenda. Julia seconds. All are in favor and the agenda is approved.

Approval of the September minutes:

MOTION: Olivia moves to approve the minutes. Natalie seconds. All board members are in favor and the minutes are approved. The Scribe emails the approved minutes to the MM.

Sharing of email/written correspondence:

Facilitator and Process Guardian: Olivia volunteers to be the Facilitator; Phil volunteers to be the Process Guardian.

COMMENTS

Comments from other attendees: Laurie Niles is interested in becoming a CNFC board member

OLD BUSINESS and/or Action Box Items

A. Discuss term lengths of Board Members (15min)

Natalie leads a discussion of relative information written in CNFC bylaws. Natalie will draft a revision of the bylaw concerning board member term lengths. Olivia reminds the board that the board will need to approve the change.

WHO	WHAT	WHEN	COMPLETE?
Liza	Contact Kellen about storing Board of Director files/documents	by Nov. meeting	Yes. Report available at 11/21 meeting

NEW BUSINESS

A. GM Monitoring Reports

- [B1](#)
Liza reports compliance of the policy except for sections B1.1 AND B1.2.
- [B8](#)
Liza reports compliance of all sections of the policy.
- [LT Verifications](#)
- [Monthly Written Report](#)
Liza summarizes the Monthly Written Report
- [September Owner Report](#)
- [September Prelims](#)
- [BOD September Prelims](#)
- [BOD Committee, Agenda, and Minutes](#)

MOTION: Olivia moves to approve GM Monitoring Reports. Julia seconds. All board members are in favor and the Reports are approved.

B. [Board minutes/agenda: current and potential structure and function](#) --**15 min**

- [Board Meeting Agenda Template](#)

Three working groups to meet before the end of 2014:

Liza, Julia, and Olivia will work on committees.

Liza, Scott, and Vincent will work on agenda/minutes template.

Liza, Phil, and Natalie will work on manual and bylaws.

Olivia, Julia, and Phil will work on the new Board Director Training/Orientation on January 14, 2015

Action item: members of each working group will establish a meeting date by November 28, 2014.

C. Board committees: current and potential structure and function --**10 min** (discussion may be forwarded to working meeting)

- [Board Committees Field Guide](#)
- [Board Development Committee Charter](#)
- [Governance Committee Meeting Minutes](#)
- [OCE Minutes](#)
- [BDC Minutes](#)
- [2014 Board Calendar of Events](#)

Olivia reminds the board of two events/dates: January 14 new Board Director Training/Orientation; the date of the annual board retreat with Todd (CBLD) is being

considered for April 11 & 12.

D. Review Manual/Bylaws for accuracy & consistency--task force? Keeping Ends, Goals, and Principles active in Board meetings --**10 min**

E. Board Monitoring Reports

F. **GOALS: refining and clarifying Board documents, responsibilities, and process.**

We will outline the scope of work necessary to achieve this goal at this month's meeting. Using the Self Assessment Tool, the board reports what isn't working: the inability of board members to communicate; for example, not answering or responding to email. Poor communication with member-owners; value of board member labor-time.

Using the Self Assessment Tool, the board reports what is working: effective board meetings; individual board members knowing their roles and responsibilities; continuing the effective use of digital technology related to email and board documents; responsible understanding of role as board.

OPEN FORUM IF TIME ALLOWS

MOTION: Olivia moves that Julia be president of the board for the remainder of 2014. Natalie seconds. All board members are in favor and Julia is the board president.

MOTION: Phil moves that Olivia be vice-president of the board for the remainder of 2014. Natalie seconds. All board members are in favor and Olivia is the vice-president of the board.

MOTION: Natalie moves that Scott is the board Treasurer for the remainder of 2014. Julia seconds. All board members are in favor and Scott is the Treasurer of the board.

The relocation policy committee.

Action item: Natalie will look to the minutes documents in order to determine when Liza would like work to have been done on the relocation.

CALL FOR ADJOURNMENT

MOTION: Olivia moves to adjourn the meeting. Julia seconds. All are in favor and the meeting is adjourned at 5:49 p.m.