

Chico Natural Foods Cooperative – Board of Directors Meeting
Chico Natural Foods Cooperative, 818 Main Street, Chico CA
October 29, 2014, 5:30 – 7:30 PM
MINUTES

ACTION BOX ITEMS

Who	What	When	complete:
Liza	will contact Kellen to discuss a stable long-term durable on-line storage function and will report to board	by November meeting.	
Liza and the board	will discuss the length of terms of board members according to CNFC bylaws.		

ATTENDEES

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

Absent: none.

OPENING PROCEDURES

Call meeting to order: Alec calls the meeting to order at 5:29 PM.

Board members check in all around.

Approval of the October agenda by BOD members only:

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

Approval of the September minutes:

MOTION: Olivia moves to approve the minutes. Julia 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: none.

Facilitator and Process Guardian: Alec volunteers to be the Facilitator; Olivia, then Natalie, volunteers to be the Process Guardian.

COMMENTS

Comments from other attendees: none.

OLD BUSINESS and/or Action Box Items

A. Phil-discuss minutes library (15min)

Phil discusses a plan for the bod minutes, including the maintenance of a binder for hardcopies of minutes as well as a deep catalogue which are stored in the cnfc computers as well as hardcopies. The discussion is continued after Teal Horsman’s conference call at 5:45. Liza will contact Kellen to discuss a stable long-term durable on-line storage function for minutes library and will report to board by the

November meeting.

WHO	WHAT	WHEN	COMPLETE
board	will seek to get feedback from Todd from CBLD hmm, does anyone know what this means? Nope--possibly re: add'l people participating on CBLD monthly call?--jm My notes indicate it was about feedback on attachments to minutes - SR	If (green highlight) correct, then yes.	complete.
Liza	will send the plan of action and timeline for implementation hmm and this one? not sure what it is referring to? Matrix for evaluating locations maybe--jm Maybe the GM annual review process - SR	by october 8.	done.
Liza	will provide a followup report on cash deposits and insured amounts for Bank of America	by the October board meeting.	done.
Liza	Schedule Wegner Audit review to BOD for Oct board meeting. (meet w/conf call phone)	Oct 20	done.

NEW BUSINESS

A. Teal Horsman (5:45-6:00)

Real estate agent Teal provides the board an update on the CNFC's pivot toward a new store location. The criteria for choosing a property is complete. Teal is now working with property owners and property managers in a search for site opportunities.

B. Wegner financial audit presentation (via conference call at 6:00pm)

Bruce Mayer of Wegner CPA leads Liza and the board of directors on a discussion of CNFCs financial statement and letters.

C. CBLD annual contract review

The board discusses CNFCs current and future with CBLD. **MOTION:** Olivia moves to approve the contract with CBLD. Julia seconds. All are in favor and the CBLD contract is approved.

D. Owners Meeting: Review

The board reviews the CNFC Owners Meeting as well as opportunities for future Owner Meetings. Natalie proposes that the board could act as a panel for discussion with coop members. Liza discusses the possibility of guest speakers for the event.

E. Timing for review and posting of BOD meeting agenda

The BOD Scribe job description includes the details on this process.

F. GM Monitoring Reports (GOAL #2)

1) Policy Governance report = B6 - Staff Treatment and Compensation

Liza leads a discussion with the board on Policy Governance report B6, reporting non-compliance for B6.1, B6.2, and B6.4, and compliance for B6.3 and B6.5. The board accepts B6.3 and B6.5 of the Policy Governance report. **MOTION:** Natalie moves that the board accepts the Policy Governance report. Phil seconds. All are in favor and the board accepts the report.

2) GM Monthly Written Report

Liza leads a discussion on the Monthly Written Report.

- a) August Financial Package
- b) August owner report
- c) Addendum report from Rick Brosseau

- 4) CDS Consulting CBLD contract, CBLD Greeting, CBLD Events, and CBLD Flyer.

No discussion.

G. Board Monitoring Reports (GOAL #2)

The board reviews.

H. DC contract

Liza and Natalie lead a discussion of CNFCs DC contract relative to the process of searching for a relocation site. **MOTION:** Natalie moves to accept CNFCs DC contract. Alec seconds. All are in favor and CNFCs DC contract.

OPEN FORUM IF TIME ALLOWS

Next regular meeting: November board of directors meeting tentatively scheduled to be held on Monday, November 24 at Chico Natural Foods Cooperative.

CALL FOR ADJOURNMENT

MOTION: Natalie moves to adjourn meeting. Julia seconds. All are in favor and the meeting is adjourned at 7:50 PM.