

Chico Natural Foods Cooperative – Board of Directors Meeting
 Chico Peace and Justice Center, 526 Broadway Street, Chico
SEPTEMBER 24, 2014, 5:30 –9:30 PM
MINUTES

ACTION BOX ITEMS

Who	What	When	complete:
board	will seek to get feedback from Todd from CBLD hmm, does anyone know what this means?		
Liza	will send the plan of action and timeline for implimentation hmm and this one? not sure what it is referring to?	by october 8.	
Liza	will provide a followup report on cash deposits and insured amounts for Bank of America	by the October board meeting.	
Liza	Schedule Wegner Audit review to BOD for Oct board meeting. (meet w/conf call phone)	Oct 20	

ATTENDEES

Present: President Alec Binyon, Vice President Julia Murphy, Secretary Phil Weintraub, Board Members, Olivia Peters-Lazaro, Scott Richman, and Natalie Carter, General Manager Liza Tedesco, Scribe Vincent Portillo, Janeen Cain, as well as, Teal Horsman and Owner-Member Jonathan Richman.

Absent: Craig Almaguer

OPENING PROCEDURES

Call meeting to order: Alec calls the meeting to order at 5:42 PM.

Check in all around.

Approval of the September agenda by BOD members only:

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

Approval of the August minutes:

MOTION: Natalie moves to approve the minutes. Scott 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: Alec volunteers to be the Facilitator; Phil volunteers to be the Process Guardian.

COMMENTS

Comments from other attendees: Jonathan Richman speaks to the diversity of bulk food options at CNFC, as well as the potential selection of eggs in the store.

OLD BUSINESS and/or Action Box Items

Who	What	When	complete:
Julia, scott, phil and janeen	working meeting for minutes library	after september 22nd	done
the board	will begin exploring policies related to the relocation of the coop		begun 9.22
liza	will collect examples of relocation policies to share the board		9.17 gm reporting package
All board	will be prepared to approve or reject the Global End doc by the evening of Sunday, August 31		done
Liza	will email Todd concerning the elected board member's ability to fill an empty seat with a longer commitment and to share this information with the board	by Friday, August 28.	9/3 - lt spoke w/chris at briaripatch co-op

NEW BUSINESS

A. Phil- Discuss vote by e-mail procedure (10min)

Phil leads a discussion on the bylaws of board voting. He also asks the board to expect email communication asking for board member votes. He asks members to only vote, and not comment. He asks board members when voting to 'reply all' so that every member of the board can see the vote of the others. Liza would like to be included in these email voting processes. Scott reminds the board that abstention is possible.

B. Development Report - Teal Horsman (30 min)

Site Selection Evaluation w/Matrix

CNFC Site Criteria Handbook

Teal Horsman of The Group leads a conversation with the board in Executive Session.

C. NCG DC contract (15min)

The NCGA is now the NCG. Liza leads a conversation on the new legal agreement between CNFC and NCG DC. Liza states that CNFCs large contracts are to be approved by CNFC board. Liza explains that the various roles and services of the NCG during the relocation project will be of great advantage to CNFC. Liza points to the fact that NCG DC staff will be in Sacramento for their work, which will increase our access to NCG DC. Following from a discussion with the board, Liza will seek to have portions of the NCG DC contract explained further. Alec reminds the board that an email vote on the NCG DC contract will follow.

D. Alec - GMO Meeting update (30min)

Alec reports on the needs or wants of Pam Larry's group. First, Alec says they feel not heard by staff or the board. They envision the coop as a spearhead of food politics. Concerning GMOs, they want educational materials, as well as disclaimers for items that may contain GMOs. The conversation turns toward educating the member shopper on how to avoid purchasing GMO foods by purchasing, for example, Certified Organic foods. Liza turns the conversation toward the question of access according to questions of economic equity, which certainly is a concern of the board and the coop. Liza states that Dylan is working on GMO policy and education material.

E. Discuss and vote to change wording of sec 4.10 of bylaws (10min)

The board discuss the potential for the change of phrase. MOTION: Natalie moves to make the change to 4.10 of bylaws. Olivia seconds. All are in favor and Julia edits the document on Google Drive.

F. Julia--Recording Hours (5 min)

Julia turns the conversation toward board member recording hours, reminding board members to fulfill their obligation of 10 hours per month.

Julia then turns to the Leadership Field Notes on the creation of board culture. Julia then suggests the possibility of members of the board having a dinner with perhaps the most recent members of the coop as often as once a quarter.

G. GM Monitoring Reports (GOAL #2)

Liza and the board discuss the following reports:

[Policy Governance report = B3 - Asset Protection](#)

[GM Monthly Written Report](#)

[July owner report](#)

[July Financial Package](#)

The following three documents serve to help the board see the processes of board participation in the coops relocation efforts:

[Expansion Policies from Lexington Co-op](#); [Sacramento Co-op](#); and [CDS Consulting's Field Guide to Reporting during an Expansion](#)

A policy group of Natalie, Julia, Scott and Liza is formed.

H. [Board Monitoring Reports](#) (GOAL #2)

The Board will email Liza a request concerning the process of GM compensation. A discussion follows on the deadlines for candidates and voting for new board members. The number of open seats is up to four. A discussion follows on the board's next move concerning board membership.

Recruitment, even at this late date and time, is a topic of concern. From this follows the board's operations and ability to be effective in their work. The board member election date is now from November 3 to 29. The board discusses closing board member applications on October 17.

MOTION: Julia moves to extend the board member applications to October 17. Natalie seconds. All are in favor and the board member applications are extended to October 17. Natalie suggests having a candidate meeting when we get candidates.

OPEN FORUM, IF TIME ALLOWS

CALL FOR ADJOURNMENT

MOTION: Alec moves to adjourn meeting. Natalie seconds. All are in favor and the meeting is adjourned at 9:30 PM.