

**Good Earth Food Co-op
BOARD OF DIRECTORS MEETING
October 18, 2014
Good Earth Community Room**

Present: Megan McNair, Gwen Feddema, Bobbie Hentges, Sarnath Ramnath, Christy Benesh, Katrina Dolezal-Mersinger, Michael Valente

Absent: Graham Litterst (excused)

Guest:

Episode Title: Gwen Doesn't Want to be a Diva

Executive Session		Task List
General Business	<ol style="list-style-type: none"> 1. Quorum was established, and the meeting called to order at 6:40 pm. 2. Acceptance of last month's minutes was moved, seconded and approved. 3. Acceptance of new members #2854-2869 for September, and #2870-2899 for October was moved, seconded and approved. 4. Member returns: none 	
Manager's Report	<p>Discussion Items:</p> <ol style="list-style-type: none"> 5. Brief update on finances and Super Sunday sales was given by GM. 	
Board Updates	<ol style="list-style-type: none"> 6. Committee reports were made. See summary at end of this document. 	
Board Education	<ol style="list-style-type: none"> 7. We discussed the recent board retreat (10/4/14), facilitated by Leslie Watson. 8. Topic: Look into need/frequency for executive session. From Michael, who is also reading an online discussion: Consensus is that most co-ops include the GM at all times, but would meet privately if there's an issue. We once again debated the issue and seem to remain split on it. We will research more this month, and possibly vote more next month. 9. Topic: Should we pay board a stipend or continue to offer a discount? Other boards are paying a stipend 	<p>All: Research topics discussed</p> <p>Megan & Katrina: Get Policy Committee going</p>

	<p>to their board members instead of a discount. Katrina shared her research on specifics of other co-op board's compensation.</p> <p>10. Topic: Need for faster/or any response to customer comments on cards and online. Michael will handle this. Idea of setting up a board email address that will be checked regularly was floated.</p> <p>11. Topic: When are we going to formally adopt our policies? Board was open to moving ahead and adopting policy governance, perhaps by the end of January. Next steps would include having the committee incorporate suggestions/changes from GM and board member review. The committee will reconvene this month.</p>	
Board Decisions	12. GM Monitoring Report – <i>B, B8 & B9: Board Communication & Support</i> : Michael submitted his report, which the board approved.	
Self-Monitoring	<p>13. Board Process D1 & 2 – Graham did not re-submit a report.</p> <p>14. A reporting template from our retreat will be sent out. Bobbie will figure this out.</p> <p>15. Policies were assigned through March 2015.</p>	<p>Graham: D1 & D2 Christy: D5 Katrina: C & D Bobbie: Template</p>
Assignments	16. Personal assignments were detailed.	
TBD	17.	
Committee Reports		
Finance	<p>Present: Sarnath Ramnath, Gwen Feddema, Michael Valente Date: October 14, 2014</p> <p>We are running a large loss (\$44k), but are unsure if this is a loss. Labor is doing okay, as goals were ambitious. Advertising is high. The shocker was that COGS was very high. Not sure if this is an inventory problem, or if we are selling at really low margins. Budgeted inventory is more than actual inventory. In the hours before the meeting, Michael discovered a pricing problem in Frozen Goods. He is looking</p>	

	<p>further into this. There may have been too many sale prices.</p> <p>Audit update: KDV has submitted their reports, and we have submitted a signed management letter.</p>	
Membership	<p>Present: Katrina, Megan McNair, Jerry (staff), Michael Valente (GM) Date: October 15, 2014</p> <p>Planning pot luck on Nov 1, noon-2 pm. Gift wrapping on Dec 13 at store? Board says yes.</p> <p>Member survey results are better this year.</p> <p>Newsletter committee: It was thought that the board should have a representative at this quarterly meeting, and be communicating to the membership via the newsletter. Bobbie agreed to attend. Board members could also take turns writing articles. Megan is willing to write articles if given topic ideas and bullet points. First topic: We joined the NCGA! Idea of a blog post was also floated for the future, once we're stable with policy governance.</p>	<p>Bobbie: Wrapping sign-up sheet & Newsletter committee</p> <p>Megan: Write NCGA piece.</p>
Board Development	<p>Present: Christy & Graham Date: Did not meet</p> <p>Megan suggested that Christy text Graham and set dates. Also, use the calendar Megan will send.</p>	<p>Christy: Contact Graham, read BOD Calendar</p>
GM Hiring	<p>Present: Gwen, Christy, Bobbie, Katrina Date: October 15, 2014</p> <p>We've identified six candidates for interviews. Interviews will take place on Oct 22 and Nov 3.</p>	<p>All: Interviews!</p>
Executive	<p>Executive Committee did not meet this month. Megan has contacted two administrative assistant candidates.</p>	

Meeting adjourned at 8:54 pm.

Minutes edited & submitted by Christy Benesh, Board Secretary