

**Good Earth Food Co-op  
BOARD OF DIRECTORS MEETING  
June 18, 2015  
Good Earth Community Room**

Present: Gwen Feddema, Katrina Dolezal-Mersinger, Bobbie Hentges, Sarnath Ramnath, Noel Ashcroft, Graham Litterst, Christy Benesh

Staff Manager: Amanda Hegreberg

Absent: Sara Urzi (excused), Megan McNair (excused)

Guest: Mandy Spiczka (possible board candidate)

<b>Executive Session</b>		<b>Task List</b>
General Business	<ol style="list-style-type: none"> <li>1. Quorum was established, and the meeting called to order at 6:36 pm.</li> <li>2. Acceptance of last month's minutes was moved, seconded and approved.</li> <li>3. Acceptance of new members #3065-3089 was moved, seconded and approved.</li> <li>4. Request on returned membership from Nancy Gowan who lives in Waite Park and finds it very difficult to get to the store. It was moved, seconded and approved.</li> <li>5. Consent Agenda: Approve minutes, accept GM report, approve new members and accept member return: No one wished to remove any items for discussion. Moved, seconded and approved.</li> </ol>	
Board Education	<ol style="list-style-type: none"> <li>1. Board recruitment - Discussion and practice on how to approach possible board candidates. Ideas for a pitch: <ul style="list-style-type: none"> <li>- A really nice board, a good group to work with</li> <li>- Meeting style is friendly and not contentious</li> <li>- Good way to get involved in the community</li> <li>- Way to further sink your roots into the store here, if you already love it</li> <li>- Opportunity to invest in your own health, learn from others, and contribute to the health of the community</li> <li>- You develop a much greater understanding of the co-op and the business</li> <li>- Well rounded professional development - financials, community development, strategic planning, co-ops, etc.</li> <li>- Democracy in action</li> <li>- You don't have to fund raise, and you receive a stipend</li> <li>- Good snacks</li> </ul> </li> <li>2. Idea from Leslie: Approach "connectors" in the community, asking if they have contacts who might make good board members.</li> <li>3. Idea of setting up a table and recruiting: Noel suggested</li> </ol>	

	<p>Thursdays at lunch time or early evening (4-6 pm). Bobbie and Christy will plan something.</p> <ol style="list-style-type: none"> <li>4. Challenging Aspects of Recruitment <ul style="list-style-type: none"> <li>- Recruitment</li> <li>- Popular Question: How much time is required? General answer is 12-15 hours, which includes meetings. It was suggested that 10 may be a better average.</li> </ul> </li> <li>5. Board candidate packet from Wheatsville needs to be adapted. It could be simpler; our expectations need to be put out there.</li> <li>6. Orientation packet for new members needs work - should include list of acronyms.</li> <li>7. Add to application as part of cover letter or packet: applicants are expected to attend the CBLD 101 workshop in Sept or Jan.</li> <li>8. Idea: Have a "meet and discuss" meeting with candidates.</li> </ol>	
GM Monitoring	<ol style="list-style-type: none"> <li>1. GM Monitoring Report - A (Ends) - At this point, GM has only had time to respond to A2. Budget has caused this. May want to move due date for Ends report further from budget date.</li> </ol>	
Board Decisions	<ol style="list-style-type: none"> <li>1. Confirm we are moving forward with audit as planned. This was authorized last year. While many want to continue with this plan, it was agreed that we would discuss it once we have looked at this year's budget.</li> <li>2. Set CBLD board retreat date: This is already paid for; Leslie would run it. It makes sense to hold this after the new board is seated, and must be done by the end of the year.</li> <li>3. Budget <ul style="list-style-type: none"> <li>- If we decide to make more store improvements, we may need to run a capital campaign. Otherwise, we would take out another loan. Noel suggested "round up" where customers donate small amounts to a fund.</li> <li>- We still owe most of our existing loan.</li> <li>- Stipend costs more than discount, unless we lower stipend amount. This would require a re-vote of the by-laws passed last month. We could add language that caps the amount and makes it flexible, based on the expected loss or profit for the year.</li> <li>- NCG: Noel thought it was worth maximizing opportunities this year, and then re-assess. Katrina noted that members have been asking us to join NCG for years, and thinks we should stick with it for now. It is more consistent to stick with it.</li> <li>- CBLD could be let go. It's around \$6,650. We should look at cost of sending new members to the two workshops. Co-</li> </ul> </li> </ol>	

	<p>op Cafe costs the same whether you're a member or not. We should still send people to this. Leslie's input has been valuable to Katrina this year, but will not be needed as much next year. End date is Dec 31.</p> <p>- Discussion about the value of budgeting for a loss. It was decided that the board and GM are reasonably comfortable enough with this decision. Katrina and Noel are comfortable explaining this decision to the membership.</p> <p>- <i>Motion: To approve the existing budget, as presented. Moved, seconded and approved.</i></p> <p>4. Building owner, George, has approached Noel about renting the space to the west of us. Noel is interested if we can get a really good deal for the next two years. This space would provide extra storage. Normal rent is \$12-1400/month. George proposed a \$500 figure to start.</p>	
Self Monitoring	<p>1. Gwen - C9 It was noted by Katrina that "interpretation" is not required from this type of report, as surveys mostly cover this and policy is written by the board with an interpretation in mind. It was argued by others that this should be included for now, as we are new to this. Katrina pointed out that interpretation is likely slowing us down, and causing reports not to be written.</p>	
Assignments	<p>1. Personal assignments were detailed.</p> <ul style="list-style-type: none"> <li>• Bobbie - September policy report, work on staff survey with Katrina and work with Megan on monitoring reports, get bio written for her application, learn more about Google's survey ability, work a table at store to wrangle applicants.</li> <li>• Graham - August policy report, get ballots out, figure out printing process with Megan, collect apps and bios from candidates, committee work - C9 compliance, plan to talk about core values &amp; strategic visioning at next meeting</li> <li>• Christy - format bios and apps, let applicants know about CBLD dates. Work a table at the store to wrangle applicants (with Bobbie). Look at GM contract to see where we're at with bonuses.</li> <li>• Gwen - Meet with Finance Committee, willing to help with Policy Committee</li> <li>• Sarnath - review C10, C11 monitoring report for July</li> <li>• Noel - Meet with Executive Committee; work with Katrina on member survey.</li> <li>• Katrina - Write bio, send by-laws update for vote, Survey Monkey password, etc.</li> </ul>	
<b>Committee Reports</b>		

Finance	<p>Present: Diane, Noel, Sarnath</p> <ol style="list-style-type: none"> <li>1. We made a profit again, and are in the black for the YTD.</li> <li>2. Next year, we are forecasting sales of \$3.7 million, using 5% over this year's sales. Some items of expense will be budgeted more accurately (professional fees, misc, expenses).</li> <li>3. Need to decide about board stipend; could add about \$4k to costs.</li> <li>4. Instead of an audit, perform a review - saving the \$5k. Currently budgeted is an audit for \$11k - a review would cost \$6k. Board needs to decide if we should move forward with audit.</li> <li>5. Does it pay to be in NCG? NCG costs \$4.5k per year, plus RIS (inventory people) cost of \$2k. We get a discount from RIS as part of our membership with NCG. Our inventory cost for RIS without NCG membership would be \$4k - a net savings of \$3k if we drop NCG. Cannot figure out if we would save anything on supplies. Board should decide.</li> <li>6. Should we budget for more improvements? Currently budget includes \$6k in depreciation expenses, but does not assume a loan. We may need a \$70k loan to cover both back end and front end improvement, \$3k in interest expenses. Board should decide.</li> </ol>	
Member Engagement	<p>Present: Bobbie (chair), Jerry</p> <ol style="list-style-type: none"> <li>1. International Day of Co-op - We are in good shape. Task list and assignments are nearly ready.</li> <li>2. The Annual Dinner - Wine is allowed at the park.</li> </ol>	
Board Development	<ol style="list-style-type: none"> <li>1. The application for joining the Board has been created. See discussion above.</li> </ol>	
Executive	<ol style="list-style-type: none"> <li>1. Nothing to report.</li> </ol>	
By-Laws Committee	<p>Present: Megan (chair), Gwen &amp; Graham</p> <ol style="list-style-type: none"> <li>1. The bylaws committee report was proposed, edits and changes were made and approved.</li> </ol>	
Policy Committee	<ol style="list-style-type: none"> <li>1. Nothing to report.</li> </ol>	

Executive session discussion.

Meeting adjourned at 9:01 pm.

Minutes edited & submitted by Christy Benesh, Former Board Secretary