

**Ozark Natural Foods  
Annual Board Meeting Minutes**

July 23rd, 2013

6:30 p.m.

Board Members Present: Joshua Youngblood, Hank Kaminsky,  
Tuesday Eastlack, Colleen Pancake,  
Sue Graham, Danielle Dotson,  
Todd Scarborough

Board Members Absent:

Staff Members Present: Alysén Land

Facilitator: Kathleen Trotter (absent)

### **June Minutes**

- **Motion made seconded and carried unanimously** to approve minutes as submitted.

### **Floor Reports**

#### President's Report:

- Planning sessions by phone with Thane and Kathleen occurred in the past month to plan the Board retreat as well as follow up, a meeting with legal counsel.
- Upcoming Visioning Forum planned for Sept 7th at 2pm in the store
- The Board needs to get ideas from management and determine how those ideas align with the Board and owners.
- The board needs to start visioning, getting input, making decisions and forming ground work for the future. This process could take months or even years.
- Legal counsel has drafted a formal response in the ongoing process of revoking an ownership.

#### GM Report:

- Some changes to the Co-Op Deals from NCGA, there will no longer be "owner only" buys. The store will combine 'owner bonus buys' and 'Ozark specials' for owners.
- OAW was fantastic and sales were up 8.9%
- Store had over \$172,000 in sales during OAW and owner discounts were \$22,426.77
- Monthly inventory is still being conducted.
- Midtown Music Fest is in the works for August 17<sup>th</sup> with a lot of community support.
- Current trend is GMOs and labeling. 90% of Americans are concerned about GMOs and 'non GMO' is the fastest growing label claim.
- Patronage refund for 2005 is going out in August

### **Reporting and Board Decisions**

#### GM Report B.3 Financial Conditions:

- Report and attachments were sent and reviewed prior to meeting.
- The board discussed various questions regarding the report.
- The board discussed whether or not policy was adequate.
- **Motion** to accept the report was **made, seconded and passed unanimously.**

### Owner Solutions Committee Charter

- Charter was submitted and reviewed by Board.
- **Motion to accept the charter was made, seconded and passed unanimously.**

### **Board Education**

#### **Board Retreat**

- The retreat was a wonderful success that helped the process of building the board's knowledge pool and visioning process.
- The Board read articles, discussed topics, exercised with visioning, and strategic planning was broken down for the Board to understand.
- Future forums were discussed and Calendar adjustments were made.
- The board conducted a SWOT analysis as part of planning.(Strengths, Weaknesses, Opportunities, Threats)
- Board determined to plan for education on a regular basis.

### **Discussion Items**

#### 2012 AOM minutes

- 2012 Minutes were voted on at AOM and Colleen was able to validate the information that was questioned by Linda Ralston.
- **Board moved and seconded to affirm the vote of approval for the 2012 A.O.M. minutes that took place at the 2013 Annual Owners meeting. The motion passed unanimously.**

#### UPA Compliance Progress Report:

- The store has been going through old records and researching un-cashed vendor checks, paychecks and patronage refunds all the way back to 1979.
- Due diligence letters of notice for checks over \$50.00 went out to payees, informing them to come in and pick up their unclaimed funds.
- Any unclaimed funds not collected by Oct 31st will be sent to the State of Arkansas.
- October 31<sup>st</sup> deadline for store to submit completed paperwork to state.
- Store will receive tax break for already having paid taxes on some monies unclaimed.

#### Apple Seeds Proposal:

- Apple Seeds representatives Bernice Embree and Mary Thompson presented a proposal to ONF asking to help fund an Urban Teaching Farm.
- Apple Seeds has the opportunity to create an Urban Teaching Farm on land adjacent to ONF to become a hub for training teachers, offering community cooking classes, open farming up to the public, etc.
- The proposal included various stages and ideas including a pavilion with outdoor kitchen and public restrooms.
- Proposal requested ONF's financial assistance and offered different funding options.

Nominations Committee:

- Application questions have been edited slightly to clarify questions.
- The Board will approve via email once it has been finalized.

Policy Committee:

- The committee is developing wording for primary ownership and running for the Board because clarification is needed for current status.
- The Code of Conduct changes could possibly include a section about applying for a store job.
- Changes to ENDS (primarily order of wording)

**Board Policies**

C.3 Delegation to the GM and D.4 Board Meetings:

- The board discussed the policies and evaluated how they are doing based on the policy guidelines. Policy committee will research the possibility of qualifying C-3 and D-4 A. can be looked at to see if it is in compliance with the bylaws.

**Upcoming meeting dates**

- Aug board meeting August 27th, 2013

**Meeting adjourned at 8:50 p.m.**

**Closed Session:**

**GM Evaluation: Next Steps**

**Owner Comments-**

Linda stated owners would like more educational information about the co-op.

David suggested the board might consider or research housing co-ops since there is a community buzz around that right now.

Jane also spoke to the cooperative housing idea.