

**Ozark Natural Foods  
Annual Board Meeting Minutes**

May 27, 2014

6:00 p.m.

Board Members Present: Joshua Youngblood, Tuesday Eastlack,  
Ben Ozanne, Colleen Pancake,  
Danielle Dotson, Todd Scarborough

Board Members Absent: Hank Kaminsky

Staff Members Present: Alysén Land

Facilitator: Kathleen Trotter

**Annual Board Meeting Business**

- Josh reported that Tuesday Eastlack, Colleen Pancake and Dr. Ben Ozanne were elected to the board and that the proposed bylaw change passed.
- Joshua Youngblood was nominated for President. The motion was seconded and carried unanimously.
- Tuesday Eastlack was nominated for Vice President. Motion was seconded and carried unanimously.
- Colleen Pancake was nominated for Secretary. Motion was seconded and carried unanimously.
- Danielle Dotson was nominated for Treasurer. Motion was seconded and carried unanimously.

**Monthly Board meeting started**

**Reading of END's statement**

**Owner Comments**

(See addendum)

**Consent Agenda**

- (Approval of April 22, 2014 minutes, and Strategic Direction Committee Charter)
- **Motion to approve consent agenda, was made seconded and carried unanimously.**

**Floor Reports**

President's Report:

- Tour de Farms experience was great based on participant and farmer feedback.
- Held conversations with Thane(CDS consultant) regarding the Strategic Direction Committee charter, plan to meet with board members at CCMA.
- Held a meeting with the GM to catch up on routine items.
- Wrote to and received a letter in response from Alderman Marsh regarding the City's investment in traffic lights for the Whole Foods development; also interviewed by the Business Journal regarding ONF's position in relation to Whole foods competition.

### GM Report:

- Reported on the AOM recap by staff; recommend holding it at different time of year to avoid weather issues.
- Alexa (Marketing Manager) attended Marketing Matters conference in Milwaukee presented a workshop on social media, was well received.
- Shared information from the St. Paul NCGA meeting with presentations and discussions about succession planning, margins and labor, and team building.
- Currently have 115 employees (28 part time); balancing the budget / benefits.
- Plans for the space next door from the NCGA Development Corp representative are forthcoming; Priority spaces- coolers, offices, and community gathering space.
- Tour de Farms was very successful and staff has numerous recommendations for improving it for next year. Farmers enjoyed it.
- Participated in a team that reviewed the Peoples Food Co-ops stores in Rochester, MN and Decorah, IA.

### **Reporting and Board Decisions**

#### GM Report B.4 Asset Protection:

- Report and attachments were sent and reviewed prior to meeting.
- Competing insurance companies will offer new policies and will be compared.
- **Motion** to accept the B.4 report was **made, seconded and passed with 5 ayes and 1 abstained.**

### **Discussion Items**

Appeal to board of decision by management to refuse tabling privileges to Arkansans for Compassionate Care

- Rick Jones and Emma Yingling spoke to the board and requested to be allowed to petition outside to get medical marijuana on the ballot.
- Board discussed Pro's and Con's, also if this was an operations or board decision.
- Referred decision to a closed session; Joshua will convey the decision to applicant.

#### Owner Solutions Committee:

- Discussed recycling ideas proposed by a member at the AOM; proposed a possibility of a recycling co-op.
- Recommended establishing a process for contacting and drawing upon owner expertise in relation to specific issues and initiatives.
- Recommended a blog be written to respond to owner questions.
- Need to invite owners to pose their questions to the OSC
- Current members-Joshua, Tuesday, David Garcia, Alexa, Lisa, Heather, Chad Pollock

#### Policy Committee:

- Will send the policy recommendations to be reviewed in the Board meeting

#### Committee membership:

- Policy-Colleen (Chair), Hank, Alysen, Todd

- Strategic Directions-Todd (Chair), Danielle, Ben
- Nominations- Ben, will wait until Hank is present to confirm membership.
- Linkage- Tuesday (Chair), Hank, Lisa, Colleen
- Owner solutions, Joshua (Chair), Tuesday, Alexa, Lisa, Heather, David Garcia, Chad Polluck

Board Education:

- Engaged in significant discussion about the implications of Whole Foods opening a store in Fayetteville.

**Board Policies**

C.1: Unity of Control, D.1: Governing Style

- Read both and affirmed board compliance.

**Upcoming meeting dates**

- June Board meeting: Monday, June 23rd, 2014 moved from Tuesday, June 24<sup>th</sup>.

**Meeting adjourned at 8:55 p.m.**

**Closed session discussion –**

Consideration of Tabling Request by Arkansans for Compassionate Care

**Motion was made to allow this particular instance of petitioning for the 3 days requested and to give the GM discretion to set parameters for the group and place them somewhere outside of the store. Motion was seconded and approved, 5 ayes and one nay.**

**Owner Comments-**

Linda- Concerned that the board is not following the bylaws, specifically Article V.

Sue- Expressed concern and disagreement with the use of the nominating committee matrix to select board approved candidates and suggested that the process is only based on committee opinion. President Youngblood responded that the board did not accept the language of being “arbitrary, capricious and discriminatory, and if not rectified, unlawful” as the process has, in fact, been reviewed by legal counsel.