

**Ozark Natural Foods  
Board Meeting Minutes**  
Tuesday November 25th, 2014  
6:30 p.m.

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

Board Members Absent:

Staff Members Present: Alysen Land

### **Consent Agenda**

- (October 28, 2014 minutes)
- **Motion** to accept the consent agenda was **made, seconded and passed unanimously.**

### **Floor Reports**

#### President's Report:

- President and Secretary reviewed Bylaw revision questions with legal counsel on Nov 7th.
- Met with CDS consultant, Thane, via phone on Nov 12th to discuss the bylaw changes as well as the expansion space and how to elicit owner feedback.
- Thane suggested keeping the END's in mind when engaging owners at forums for feedback.

#### GM Report:

- Board was invited to attend the P6 ONF Appreciation Dinner Thursday Dec 4th at the Garden Room on Dickson St. There will be roundtable discussions, P6 videos, etc.
- Expansion space floor progress has discovered an unstable patch of subpar concrete that had received abuse from previous owner and need to be replaced.
- Mike Anzalone continued mentoring the Natural State Co-op, a new food co-operative in Little Rock, as they establish their bylaws, website, promotional material, etc. Their request for \$1000 to assist in legal fees was granted from an ONF fund for purposes such as this under P6 guidelines, and with stipulations from ONF.
- Pauline Thiessen, Produce Manager, spoke at the UA graduate level Agri class to offer an organic perspective on pest control. She received excellent feedback.
- Asked the Board to consider lowering the projected sales growth due to the coming year's expected challenges.

### **Reporting and Board Decisions**

#### B.9 Sustainability:

- Report and attachments were sent and reviewed prior to meeting.
- The report was presented and questions from the Board answered.
- **Motion** to accept the report was **made, seconded and passed unanimously.**

#### Closed Session Decision on Expansion Opportunity in Little Rock:

- The Board was approached about opening a store in Little Rock in the space of a soon to be closed Whole Foods store. The board did not feel like this was the right time/opportunity. No action taken. The President responded for the board.

#### Linkage Committee:

- Linkage Dinner was a great success with lots of energy and ideas from the younger owners.
- Will work with Perpetuation committee on dinner for potential candidates in March.

#### Bylaw/Policy Committee:

- President and Secretary met with legal counsel for bylaw revision and have received feedback that require the committee to review for the next 3 Mondays before sending on to the board.
- The Board will need to discuss as a group some decisions before responding to counsel.
- Asked chairs of each committee to connect with staff and learn how to add Agendas and Minutes to keep an ongoing record of Committee Meetings via groups on the board portal.

#### Perpetuation Committee:

- Worked on updating the questions and linked them to the matrix.
- Matrix will be changed from a rating system.
- Application was updated to include references.
- Final vote needed on the application packet at the January meeting.

### **Discussions**

#### Date of the 2015 Annual Owner Meeting:

- Board discussed the pros and cons of having the meeting on a Saturday versus a Sunday.
- Board decided to keep the date as September 12th, 2015.

#### December 6<sup>th</sup>/7<sup>th</sup> Expansion Discussion with Owners:

- A table will be in the store vestibule on Dec 6<sup>th</sup> and 7<sup>th</sup> from 12-3pm staffed with board members to give owners information about the coming expansion project and get dialogue and feedback about their ideas. Handouts with the 3 main questions will be made. Todd will be present during all phases of this forum.

### **Board Policies**

#### D.6 Board President Role and D.13 Records Policy:

The board reviewed and discussed policies.

Determined that D.13 Records policy needs review by the policy committee to update it to reflect current technology.

### **Upcoming meeting dates**

- December Board Meeting- To be determined, potentially January 6<sup>th</sup>, 2015
- January Board Meeting- January 28th, 2015

### **Meeting adjourned at 8:25 pm**

### **Owner Comment**

Linda expressed that she felt that any transfer of ownership, including of a deceased person's account when requested by the beneficiary, was against the bylaws as the account should not

be transferred but that all equity and retained patronage should be returned to the designated representative of the estate.  
She also felt that having a board scribe and a board facilitator whom also takes notes were too much back up for the board secretary, whose job is to produce minutes.