

**Ozark Natural Foods
Board Meeting Minutes**
Tuesday January 27th, 2015
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: Gary Cook, Jerry Huddleston, Mike Anzalone, Lisa Garrett

Consent Agenda

- December 17, 2014 minutes
- Change in ownership from Rick Herring (deceased) to wife Janice Herring
- Change in ownership from Wilma Stockton (deceased) to husband Gerald Stockton
- **Motion was made, seconded and passed unanimously** to approve the consent agenda.

Floor Reports

President's Report:

- Met with CDS consultant Thane, to discuss Board perpetuation as well as the bylaw rollout strategy.
- Colleen and Josh met with Legal counsel for bylaw discussion.
- Tuesday and Josh had a very productive meeting with Apple Seeds generating some great ideas.
- CCMA was discussed with regard to which board members will attend this year.
- Email conversation with city council member regarding an ONF for the South side of town.

GM Report (Mike Anzalone):

- Year End goals were very successful, coming in almost \$300,000 over plan.
- Staff were given year-end bonuses.
- Management is reworking pricing analysis and other exercises to prepare for competition.
- The architect has been hired for the Expansion Space.
- P6 has requested that ONF host the Annual P6 National Meeting.

Reporting and Board Decisions

B2 Business Plan and Financial Budgeting:

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

B3 Financial Condition:

- Report and attachments were sent and reviewed prior to meeting.
- Gary Cook presented the report and answered questions from the Board.

- **Motion** to accept the report was **made, seconded and passed unanimously.**

Owner Solutions Committee:

- Met and discussed adding additional owners, as well as the feasibility of Razorbucks.

Perpetuation Committee:

- Finalized application packet and the dates for the informational dinner and ‘meet the board’ dinner for candidates.

Strategic Direction Committee:

- Danielle will compile all the Owner suggestions and send them to the Board.

AOM date change to Sept 13th:

- Owner Services Manager Lisa suggested moving the AOM/Midtown Music Festival date to Sept 13th due to a conflicting football game schedule.
- **Motion** to change the date of AOM from Sept 12 to Sept 13th **was made, seconded and passed unanimously**

Board Candidate Application Packet Approval:

- **Motion was made seconded and passed unanimously** to approve the Board Candidate Application Packet as submitted by the Perpetuation Committee.

Discussions

Bylaw Finalization:

- Calendar needs to be established and forums scheduled to help inform owners.
- March 28th 12-3 set for “Bylaw Kick-off Party” coffee and scones in the vestibule.
- Date set for Feb 3rd for Board members to review bylaw changes with attorneys.

Apple Seeds Update:

- Tuesday and Josh met with Apple Seeds and presented them with the donation check from the co-op.
- ONF will be a sponsor of the Picnic on the Farm set for May 16th. ONF members will get free admission and the co-op will be recognized as a sponsor during radio, social media and other promos.

Board Policies

Board Policy D9 Code of Conduct

- The board reviewed and discussed the policy. There was consensus to update board Code of conduct agreements in February.

Upcoming meeting dates

- February Board Meeting- February 24th, 2015

Meeting adjourned at 8:15 pm

Owner Comments

Carol Ann commented that she feels ONF needs to focus our owners more on recognizing “organic” as an important contribution of our co-op. (P6 language states “small, local, cooperative”) By focusing on our language, marketing, and letting our community know that all produce is 100% organic and to educate the public on organic versus natural. She also stated she feels the co-op should promote how many dollars the store has donated to the community as well as how it has supported local farmers and businesses.

Linda commented that she did not receive notice that the date for the December Board meeting had changed. She also commented that she feels that the Board is making rogue decisions by approving the transfer of ownership when an individual passes away as it goes against the current bylaws. She also stated that she feels there is age discrimination happening when linkage events target younger participants specifically.