

**Ozark Natural Foods
Board Meeting Minutes**

Tuesday, April 26, 2016

6:30 p.m.

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

Board Members Absent:

Staff Members Present: Gary Cook, Jerry Huddleston, Rachel McDonald, Tanja Hoagland

Consent Agenda

- March 22, 2016 Minutes:
 - Minutes were reviewed prior to board meeting.
 - **Motion** to accept the minutes was **made, seconded and passed unanimously.**
- Owner request to change name on account:
 - Received a request to change owner account name from Anthony Pajas (deceased) to Madelin Pajas.
 - **Motion** to approve the owner request was **made, seconded and passed unanimously.**

Floor Reports

- President's Report:
 - Reported on several meetings including support organizations, the NCG, other co-ops, ONF staff, management and counsel.
 - Based on recent changes within the Co-op, Gary Cook (Finance Manager) is the Interim General Manager.
- GM Report:
 - Confident with management team and succession plan. HR Manager is first in line followed by Fresh Manager as potential successors in the interim.
 - The refrigeration system went down overnight Thursday night causing loss of product. Video surveillance indicated the cleaning crew turned off the wrong switched when attempting to shut off the lights. Insurance claims have been filed.
 - Complete orientation for Interim GM position.
 - Marketing Department has requested to not hold the Midtown Music Festival this year.
 - Bank Signature Cards will need to be changed. Gary has requested that the HR Manager be added as the second signer.
 - Store Manager position is on hold due to financials.
 - POS system is being upgraded.
 - The floors will begin the resurfacing process overnights for about a 6-night time frame.

Reporting and Board Decisions

- B3 Financial Conditions
 - The report was sent to Board members for review prior to the meeting.
 - Interim GM presented the report and answered questions.
 - **Motion** to accept the report was **made, seconded and passed unanimously**
- Closed Session on April 14, 2016 Report:
 - Board Vice Chair presented the outcome of the Executive Session April 14th regarding the sudden layoff of the Store Manager.
 - The Board review policy, mission statement and vision statement with co-op consultant Thane.
 - The previous GM and the co-op attorneys were present for the meeting.
 - A follow-up meeting took place April 21st which resulted in the previous GM being placed on a leave of absence for two weeks.
- Request for Retained Patronage
 - Owner Alysen Land submitted a request for the return of her retained patronage.
 - Board reviewed and discussed the request via email and in person.
 - **Motion** to accept the request for the return of her retained patronage was **made, seconded and passed unanimously.**

Discussions

- NCG Audit:
 - The NCG Audit has been completed and reviewed by Board.
 - Feedback includes improve execution of sales, production selection and retail execution.
 - Management has reviewed the report and began implementing changes for improvement.
- Expansion Update:
 - Construction is moving along well.
 - Elevators will be installed in late June.
 - City inspection will happen two weeks after completion.
 - IT has to connect cables, wiring etc.
- Co-op Mergers & Consolidations
 - There are talks of national leading co-ops consolidating into regional co-ops.
 - Recently Tacoma and Seattle area co-ops consolidated to share resources, management teams, etc.
 - This is something the Board will keep an eye on and discuss as needed for the future.

Board Policies

- Board Policy D2 Board Job Descriptions:
 - The Board reviewed and discussed the policy.

Upcoming meeting dates

- May Board Meeting – May 24th, 2016

Meeting adjourned at 8:05pm

Owner Information

- Owner Comments:
 - Linda expressed concern regarding deceased owners' membership transfers. Linda stated that she feels the beneficiaries should be told they have the option to take the patronage refund versus a transfer. She also stated she feels concerned about Josh's comments regarding millennials as the future of the co-op.
 - Tanja, owner and Front End Manager, advocated for Mike Anzalone to be named as the General Manager of the Co-op in light of recent events.
 - Rachel, owner and staff member, fully supports Mike Anzalone as the new General Manager. She feels Mike has demonstrated outstanding Servant Leadership and would be an excellent GM.