

**Ozark Natural Foods
Board Meeting Minutes**
Tuesday June 28th, 2016
6:30 p.m.

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

Board Members Absent: Alexa McGriff

Staff Members Present: Gary Cook

Consent Agenda

Minutes Approval:

- Consent agenda was reviewed prior to board meeting.
- **Motion** to accept the May 24th minutes was **made, seconded and passed unanimously.**

Floor Reports

President's Report:

- Met with Carolee Colter, the CDS consultant assisting with the GM hiring process, at CCMA.
- Retreat planning needs to be determined and consultant for retreat needs to be chosen.
- Josh reminded the Board of parameters regarding Board directives to staff.

Interim GM Report via Gary Cook:

- State cancelled pending payroll audit at this time.
- Sue Graham, owner, came in and reviewed NCG Audit.
- Store hours have for Sundays, now open 9am-9pm.
- Parking variance from city has been resolved, store just needs to raise ADA signage.
- Farmers Market approached ONF to use part of expansion space for an indoor Winter Market. They are leaving Jefferson School and looking for new indoor space.
- Attended NCG webinar.
- Stand-alone freezer failed, cannot be repaired. Replacement freezer is half the price of what the original was.
- Smaller improvements are being made around the store (bathroom floor, concrete in front of store).

Reporting and Board Decisions

B6-Management Continuity

- The report was sent to Board members for review prior to the meeting.
- Gary Cook presented the report and answered questions.
- **Motion** to accept the report was **made, seconded and passed unanimously.**

Request for Return of Retained Patronage

- Board reviewed and discussed circumstances for a request from owner Jerry Huddleston for return of his retained patronage.
- **Motion** to approve request to return retained patronage as a payment in one lump sum based on argument presented, was **made, seconded and passed** with 4 'yes', 1 abstained and 1 'no' vote citing additional information needed.

Policy Committee Report

Policy Committee presented proposed changes to audit procedure as addressed in the June meeting of the board, requested by the interim GM to comply with changed NCG rules that ONF must follow to remain an NCG member. *In policy B-4 – need to address a policy to require a financial review every year. (Noted that if it becomes cost prohibitive in future due to circumstances where cash is tight, exceptions can be made) There was committee consensus to add the following language under F. Fail to conduct a third party financial review annually and a full financial audit no less than every third year or more frequently when circumstances warrant such as in the event of any large expenditure or a change in management.*

- **Motion** to approve recommendation from the committee was **made, seconded and passed unanimously.**

Owner Engagement Committee Report

- *June 16 dinner with the board* was successful with ten owners attending by Board invite, with great food and conversation; input was varied, sometimes operational.
- Stephanie agreed to type up the notes from the dinner for the committee.
- Next dinner with the board will be the "Gratitude Dinner" on November 3rd.

Discussions

Expansion Update: Gary

- Elevator has been delivered and installers will be on the job within two weeks to start the ten day project.
- Approval of Certificate of Occupancy for community room expected by late July; cannot be applied for until after elevator construction completion.

Alternate Sweep Proposal: Gary

- Board was presented with details and options for a Sweep Account with First Security Bank.
- After discussion, there was board consensus to have Gary ask the representative from First Security Bank to present something to the board at the July meeting and be available for questions.

GM hiring update

- Board has received over twenty applications and will begin reviewing qualified applicants with the help of the CDS consultant (Carolee Colter).
- Ads for position will be running in co-op channels until Aug 1st.
- Hiring committee will meet Friday, July 8th to review applicants.

Board Retreat

- Retreat will take place Sunday, July 17th with a dinner on the 16th.
- Thane (CDS consultant) will fly in and conduct the retreat.

- Discussions will include: Goals for GM success, turning vision into the next 'Big Thing' with new GM, Intersection of Board vision and co-op.

AOM Planning

- No updates to report.
- Still set for Sunday, September 18, 2016
- Ali (Marketing manager) will help advertise (Nutshell, blog, Facebook, store, etc.).

Newsletter

- Assignments for upcoming articles need to be addressed soon.
- Todd agreed to write the next article due.

CCMA Report

- Joshua Youngblood and Danielle Dodson attended the CCMA meeting.
- There was great networking, knowledgeable people.
- Topics of breakout sessions included "GM Success-What does it take?" and gave details of how Boards can provide support for continuous improvement.
- Session helped develop GM profile and ideas for how to hire the best candidate.

Board Policies

Board Policy C2 Accountability of the GM & C3 Delegation to the GM

- The board reviewed and discussed the policies.

Upcoming meeting dates

- July Board Meeting-July 26th, 2016

Meeting adjourned at 8:51pm

Owner Comments

There were no owner comments