

**Ozark Natural Foods**  
**Annual Meeting & September Board Meeting Minutes**  
Tuesday October 4th, 2016  
6:30 p.m.

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

Board Members Absent:

Staff Members Present: Mike Anzalone

### **Annual Board Meeting**

#### Election Results:

- President Youngblood reported the election results.
- *Board members elected were **Danielle Dotson** and **John Bailey**.*
- Secretary McGriff requested that all continuing board members certify that what President Youngblood presented was consistent with results they received digitally.
- The Board confirmed they received and validated the election results.
- **Motion to accept the results of the election was made, seconded and passed with 6 ayes**, new board member John Bailey abstained.

#### Selection of Officers:

- **Motion was made to nominate Joshua Youngblood for President, motion was seconded and passed unanimously.**
- **Motion was made to nominate Ben Ozanne for Vice President, motion was seconded and passed unanimously.**
- **Motion was made to combine the roles of Secretary and Treasurer, motion was seconded and passed unanimously.**
- **Motion was made to nominate Danielle Dotson for the Secretary/Treasurer role, motion was seconded and passed unanimously.**

Annual Meeting Adjourned at 7:00 p.m. Start of monthly board meeting.

### **Floor Reports**

#### President's Report:

- Congratulated the co-op on its 45 year anniversary!
- Noted some important advice he received from a long standing board member of another co-op: Stay strong, look at the bylaws, and move forward.
- Encouraged Board to think about what being a co-op means and to protect against well-meaning people that could be dangerous to the institution.

#### GM Report (Mike Anzalone):

- Expressed appreciation for the opportunity to be GM and to celebrate ONF on its 45th birthday!
- Looking forward to an era of trust with the Board and staff; cooperation takes patience.

- Board Appreciation Dinner was a success; staff enjoyed the opportunity to engage with the Board.
- Reviewed 1st Security presentation and stated his recommendation that co-op funds would best be used to move the mission forward (patronage refunds, capital investments, expansions, etc.)
- Began process of weighing cash flow vs capital and looked at spending cuts including Cintas (uniform service) budget and removing the recycling center. GM hopes to make cuts equaling \$100,000.00
- Certificate of Occupancy for Community room has been received.
- Offered to teach board the “Great Game of Business”
- Attended fall Leadership Meeting and returned with ideas to include ‘multiple equity options’ to make ownership more affordable, including a 14 year/\$10 option; which would help remove financial barriers to ownership.
- NWA Land Trust invited ONF to attend an upcoming dinner. GM and a board member can attend.
- Will respond to a customer concern regarding why seniors who aren’t owners don’t get a discount.
- The Management team met to review the top five ideas to spend capital to increase our net. The first of the top five is to hire an outside firm to help us rebrand. In addition to The List, management has implemented a wage freeze until the store makes net. Mike has begun to write the business plan to create the three-tier food network.

## Reporting and Board Decisions

### B8-Membership

- Report was sent to Board members for review prior to the meeting.
- GM presented the report and answered questions.
- **Motion** to accept the report was **made, seconded and passed with 6 ayes and new Board member abstaining.**

### CDS Renewal

- Board reviewed CDS proposal prior to meeting.
- Thane (via phone) (CDS Consultant) outlined proposal of comprehensive support and resources to support and connect co-ops around the country, as well as train and consult Board.
- **Motion** to renew CDS contract was **made, seconded and passed with six aye and new member abstaining.**

### Request to Access Reports by Jerry Huddleston, GM of Just Food Co-op

- Board received a request from Jerry Huddleston to release GM Monitoring Reports from 2015 of a non-financial nature.
- Board discussed the request including if they should redact certain information from reports.
- **Motion** to share GM Monitoring Reports with Jerry Huddleston after sensitive information was removed and with final Board approval was **made, seconded and passed with 5 ayes, 1 no, and new member abstaining.**

### Co-op Audit

- Board reviewed an audit proposal from Wegner C.P.A.’s, which is required due to capital expenditures and change in management.

- **Motion** to accept audit proposal from Wegner's C.P.A.'s was **made, seconded and passed unanimously.**

Change of Account Name due to deceased owner

- The Board reviewed and discussed William Gray's requested to change account name from deceased spouse Martha Gray.
- **Motion** to accept request was **made, seconded and passed with 6 ayes and one Board member was absent.**

**Discussions**

GM Linkage

- Thane encouraged Board to review feedback from recent retreat.
- Board and GM must align and thought they won't always necessarily agree, they must not surprise each other.
- Board will work on adopting the new END's policy and do less 'in the weeds' work.

Add Full Names of Owners

**Motion was made** to add the full name of owners who comment and owners in attendance. **Was seconded and passed 5 yes and 2 no.**

AOM Review:

- Board did a review of AOM and suggested starting the food earlier and having more employees working the food to facilitate fasting serving time.
- There was consensus that scaling back worked well and also like the set up with speakers facing the store.
- Next year might include discussion period for Q&A of management.

END's Policies comments from staff

- GM presented staff feedback of the new ENDS and verified staff has an understanding of the new ENDS.
- GM agreed to email the board with staff comments from the GSD meeting about the proposed updated END's statement.

La Montanita Co-op

- Board discussed recent crisis with La Montanita Co-op and how ONF could avoid any similar potential crisis that might arise.
- GM verified that a local PR Firm has been engaged and a plan is in place.

Alexa Resignation

- Alexa McGriff announced her resignation due to graduate school commitments.
- Alexa will submit resignation in writing to Secretary Dotson.
- **Motion to fill Alexa's vacancy with Hayden Henningsen was made, seconded and passed with 5 ayes,** Alexa abstained and another Board member was absent because they had to leave early.

**Upcoming meeting dates**

- October Board Meeting- Oct 25th

**Meeting adjourned at 8:54pm**

Owners in Attendance:

Linda Ralston

Sue Graham

Owner Comments:

Linda Ralston stated that when she went online to vote Sunday night, she didn't see the voting banner anywhere and feels voting wasn't advertised well. She also stated that she feels it's too difficult for owners like her and Susan Graham to become candidates. She stated she feels the elections aren't democratic and online voting wasn't handled well. She also feels the ONF should use a local person as a consultant instead of CDS. Linda also asked to be on the Owners Committee.