

**Ozark Natural Foods  
Board Meeting Minutes  
January Meeting**  
Tuesday January 25<sup>th</sup>, 2022  
6:30 p.m.

Board Members Present: Randy Wilburn, Danielle Dotson,  
Josh Youngblood, Ben Ozanne, Elizabeth Quinn, Leanne  
Baribeau, Denny Warren

Board Members Absent: Carly Reaves

Staff Members Present: Mike Anzalone, Lisa Garrett

**Consent Agenda: Motion** was made to approve consent agenda. **Motion was made, seconded and carried unanimously.**

### **Floor Reports**

#### President's Report:

- Randy, Quinn and Mike met to discuss his evaluation, our response to that evaluation and different compensation options the board could consider.
- Randy and Quinn have been researching General Manager compensation from Columinate and NCGA to ensure Mike's eval and performance is on track.
- The board voted January 8th, to allow our auditors, Wegners, to perform a review for 2021 instead of an audit. This would allow us to turn our information in sooner to NCG's Joint Liability Fund (JLF) to request a refund of a portion of the money they are currently holding on our behalf.

#### GM Report:

- Mike updated the board on some previous governance reports in which he expressed that they would be updated before the end of the year. The manuals are the Staff handbook and the Emergency Plan. The store conducted a staff survey which will be shared with the board in upcoming reports.
- CCMA 2022 has been announced, it will be in Sioux Falls this year, June 9<sup>th</sup>-11<sup>th</sup>.
- Mike is scouting out locations for a potential first satellite location.
- Mike hired a consultant to help create a pricing strategy and price perception training for the department managers.

### **Reporting & Board Decisions**

#### Audit/Review Schedule with Wegner

- Board voted over email and approved changes to the audit schedule to allow our auditors, Wegners CPA, to perform a review for 2021 instead of an audit. This would allow the co-op to turn information in sooner to NCG's Joint Liability Fund (JLF) to request a refund of a portion of the money they are currently holding on the co-ops behalf.
- **Motion** to affirm the Board decision January 8<sup>th</sup> to shift audit from a regular audit to an audit review **made, seconded and carried unanimously.**

#### Perpetuation Committee

- Ben reported that the committee has started looking at important dates to start planning for the fall 2022 election.

#### Policy Committee

- Josh reported that the committee talked through changing the policy to better reflect the dates for GM evaluation.
- The committee presented a proposal to change the language of Policy C.4 to better reflect the General Manager hire date versus an arbitrary date on the calendar.
- **Motion** to accept the policy committee's recommendation to change policy C4.H concerning the date of the GM's annual evaluation to align with their hire dates **made, seconded and carried unanimously.**

#### Outreach Committee

- Carly reported the committee has picked a date for spring clean up for trail, it is scheduled for Saturday April 16<sup>th</sup> 9am-11am.
- The goal is to complete 3 cleanups before the next election cycle (spring, summer, fall).
- Board will wear matching shirts and snacks/drinks will be provided during the event.

#### **Discussions**

##### The Year Ahead

- Mike presented his vision for the year ahead. Mike would like to operate the current co-op as a 'home base' location and open satellite locations which will receive product from home base location. Satellite locations could be in rural areas as well as the Bentonville-Fayetteville corridor.

##### AMM Discussion

- Ben advised that the Annual Member Meeting is typically the second weekend in September which will be Sept 11<sup>th</sup> this year.
- There will be four board seats open this year.
- The meeting will take place in person this year with a virtual option.

##### Board Education: Columinate Webinars

- Randy reminded the Board that there are various webinars available through the co-op's Columinate contract.

#### **Policies for review/discussion:**

- D7 - Vice President's Role
- D8 - Secretary's Role
- D9 - Board Member Code of Conduct

#### **Upcoming meeting dates:**

- February 22<sup>nd</sup>, 2022

#### **Meeting adjourned at 9:01**

#### **Owner Comments: None**