

Ozark Natural Foods
January Board Meeting Minutes
Tuesday January 28th, 2020
6:30 p.m.

Board Members Present: Joshua Youngblood, Ben Ozanne, Randy Willburn
Elizabeth Quinn, Danielle Dotson, James Selvey

Board Members Absent: Connor Corley

Staff Members Present: Mike Anzalone, Lisa Garrett, Emilie Petry

Consent Agenda: Motion was made to approve consent agenda with corrections **and carried 6/0.**

Floor Reports

NCG Move Preparation:

- Michelle Schry has been onsite working with Mike and team for store move preparation and internal readiness for new store. There will be an inservice with staff to review milestones, review plan, and ask questions.

President's Report:

- Ben has met with Mike to support with the move, and he will have his monthly conference call with Thane.

GM Report:

- Mike is working with the contractors and architects for the new building.
- Mike presented a powerpoint on the furniture for the new store.

Board Decisions

November/December Temporary Governance Report

- The Board received and reviewed the December temporary governance report on December 30th.
- **Board voted via email to approve the November/December temporary governance report and the motion carried 7/0.**

January Temporary Governance Report

- Mike presented the January Temporary Governance Report for review.
- **Motion** to approve report as presented by Mike Anzalone was **made, seconded and passed with 5 ayes and 1 abstaining.**

Perpetuation Committee

- The committee met to begin planning the 2020 election process.
- Board candidate packets will be ready in March.

Owner Outreach Committee

- The committee would like to pick a date for another board dinner/sneak peak for the new space. This dinner will consider targeting invites to the local neighborhood/community near the store. Tentative date is March 12th.

- Randy suggested creating a small group of owners interested in becoming more involved in the new store.

Policy

- No items to report.

Discussions:

Board Education: Store Manager

- Emilie Petry presented a powerpoint presentation on her role as a store manager and her objectives, job description/changes, prioritizing time, utilizing resources, re-evaluating procedures, and staff training.

Dinner with the Board Recap

- Board recapped Better/Best from the recent dinner. Things that could be done better was the presentation. Suggestions to improve include a projector instead of TV, use a microphone, and to have Mike present. Best included the food and venue.
- March 12th will be the tentative date for the next Dinner with the Board.

CCMA Attendance

- This year the CCMA meeting will take place the second week in June in Sioux Falls, SD.
- Ben Ozanne, Randy Wilburn and James Selvey will attend.

Board Policies for review/discussion:

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

Meeting Evaluation

Upcoming meeting dates:

- February 25th, 2020

Meeting adjourned at 8:30pm

Owner Comments:

Ozark Natural Foods
February Board Meeting Minutes
Tuesday February 25th, 2020
6:30 p.m.

Board Members Present: Joshua Youngblood, Ben Ozanne, Randy Willburn
Elizabeth Quinn, Danielle Dotson, James Selvey,
Connor Corley

Board Members Absent:

Staff Members Present: Mike Anzalone, Lisa Garrett, Peter Stephens, Tanja Ray

Consent Agenda: Motion was made to approve consent agenda with corrections **and carried 6-0.**

Floor Reports

President's Report:

- Ben has met with Mike to support the move and will have his monthly conference call with Thane.

GM Report:

- Mike is working on the new store build out and requested board permission to miss the spring NCG meeting which he is contractually required to attend. The board requested additional details and would like to review the contract before confirming that decision.*
- Mike reported that the money will start being spent for the new build.
- Mike presented the new store plan at the recent staff meeting to get staff excited about the new location.

Preparedness- New Store "What Ifs":

- Thane challenged the Board to think of a range of things both good and bad that could affect the co-op and make sales go differently than expected.
- Board created a list that included: continued negative sales growth, significant increase in competition, GM turnover, equipment failure, extreme weather, supply chain obstacles, construction costs, corona virus, population boom, construction disruption, and the competition closing.
- Thane asked the Board to consider the following questions: What are you least prepared for? Mike is walking the board through some of these plans/issues.

Board Education: Front End & HR:

- Peter Stephens the Front End Manager and Tanja Ray the HR manager presented to the board their current strategic focus and how this will transition over to the new store.
- The front end staff is trained to be fast, friendly, and engaging to ensure prompt and pleasant service every time.
- Cashier's numbers are reported and reviewed weekly to ensure quality.
- Current challenges include narrow walkways, equipment failure and labor constraints.
- Goals include to be fast and efficient and to keep customers coming back.

- HR is currently streamlining processing including time clock, payroll, and employee files.
- HR goals include creating a 'culture of caring' to ensure each employee feels valued and that they are contributing.

Board Decisions

February Temporary Governance Report

- Mike reported on the budget and increased costs associated with the new building.
- **Motion** to approve report as presented by Mike Anzalone was **made, seconded and passed unanimously**

Pro Forma

- Gary updated the report with December 2019 numbers and not much has changed other than a few updates.
- Gary requested that the Board read the updated report and send feedback or questions.

Discussions & Reports:

Committee Reports

- Tabled until next month

Board Policies for review/discussion:

- D5-Board Monitoring (tabled)

Upcoming meeting dates:

- March 31st, 2020

Meeting adjourned at 8:38pm

- * Board voted via email to on March 3rd to approve Mike's absence from the spring meeting

Ozark Natural Foods
March Board Meeting Minutes

Tuesday March 31st, 2020
6:00 p.m. via Zoom Meeting

Board Members Present: Joshua Youngblood, Ben Ozanne, Randy Willburn
Elizabeth Quinn, Danielle Dotson, James Selvey,
Connor Corley

Board Members Absent:

Staff Members Present: Mike Anzalone, Lisa Garrett

Consent Agenda: Motion was made to approve consent agenda with corrections **and carried 7/0.**

Floor Reports

President's Report:

- Ben met several times with Thane, Michelle, and Mike to give him the support he needs with the new store. Thane and Michelle are very helpful with moving the project forward and open dialog with concerns, due diligence, etc.

GM Report:

- CCMA has been cancelled this year due to COVID-19 pandemic. The hotel issued refunds and flights issued credits. Ben, Randy, and James have one year to renew flights.
- Owners are asking about the new OAW. The store is no longer holding these and instead will be doing a rewards program.
- The co-op is moving away from "Owner" and moving to "Member" language. The bylaws include the wording of "Owners" and Mike asked if the bylaw wording needs to be changed. Josh does not feel it's necessary to change the bylaws. The directive is that the words owner and member can be used interchangeably.

380 N College Discussion with Michelle Schry:

- Michelle created a list of concerns with the move. The Board received the list prior to the meeting for review. Mike is working through the various issues and created a move-out schedule with tasks to complete. Each task has a committee and committee leader, progress notes, and names responsibility for various projects.
- Expenses and assets are also detailed in the report, and the ProForma is being updated once/mo.
- the walk-through is still on track and the plan is to be out of current location by the first of June.
- Michelle asked about the timeline to decommission existing equipment and get reinstalled. What are implications for sales and how will that impact cash flow? How can the store maximize liquidity?
- The board would like a training on understanding the pro forma report. (*This was provided by Gary Cook in committee meetings the following week.*)
- Michelle will have a team to deploy during the transition of the old store to the new store and to be on hand for a few days after to assist with the new store opening.

Reporting & Board Decisions

March Temporary Governance Report

- Mike reported on the budget and the assets for the new building.
- **Motion** to approve report as presented by Mike Anzalone was **made, seconded, and carried 7/0.**

Perpetuation Committee Report

- An owner sent an email expressing concerns about the upcoming 'dinner with the candidates' and asked about virtual options.
- Board determined that a Zoom virtual meeting would be more appropriate and will still take place April 14th at the same time via zoom.

Policy Committee

- In May, the board needs to review ENDS in committees.

JLF Rate Increase

- The process did not go as Mike had hoped, and he felt it was a bit limiting. The committee determined an amount increase of \$89,996.91 with 9 payments. \$10,000/mo for 9 months.
- The store can ask to recoup some of the funds over the next year or two after presenting documentation that the store is performing well.

COVID-19

- The store is making changes for safety of staff and members. Some changes include modifying the hot bar and bulk sections and adding plastic shields to protect cashier safety.
- Employees are wiping down carts every hour, wiping down counter tops and conveyor belts every hour, and continuing to clean everything in sight.
- The co-op is now offering pick-up service for elderly and the vulnerable by word of mouth and is taking credit card payments over the phone.
- Stock is down due to disruption in the supply chain.

Board Policies for review/discussion:

- D5-Board Monitoring
- D14-Board Benefits

Upcoming meeting dates:

- April 28th, 2020- via Zoom

Meeting adjourned at 8:38pm

Ozark Natural Foods
April Board Meeting Minutes
Tuesday April 28th, 2020
6:30 p.m. via Zoom Meeting

Board Members Present: Joshua Youngblood, Ben Ozanne, Randy Willburn
Elizabeth Quinn, Danielle Dotson, James Selvey,

Board Members Absent: Connor Corley

Staff Members Present: Mike Anzalone, Lisa Garrett

Consent Agenda: Motion was made to approve consent agenda with corrections **and carried 6/0** .

Floor Reports

President's Report:

- Ben had a good conversation with Thane, also a phone call with Michelle and Mike. Discussions regarding Covid-19 and the new store opening.

GM Report:

- Mike shared an NCG report on sales curve for all NCG co-ops since Covid-19 started. There was an initial spike around week 10, 13% sales growth, the next week climbed, then basket count drops off. Over the last few weeks, the stores showed negative sales growth compared to 61% sales growth in prior weeks. ONF followed the national trends on sales and shopping habits.
- Covid-19 temporary policy changes include bulk changed to full service by staff in gloves and masks. Packaged meals now take the place of the salad bar. Carts, belts, bathrooms, flat surfaces, etc cleaned every hour, and pin pads after every use. Masks now mandatory for all employees, gloves also mandatory for deli and bulk.
- ONF was approved for the SBA Payroll Protection Loan for \$405,000 to cover payroll the next two months.

Reporting & Board Decisions

April Temporary Governance Report

- Mike reported on the budget and progress of the new building.
- **Motion** to approve report as presented by Mike Anzalone was **made, seconded, and carried 6/0**.

New Store Open Date

- Construction moving along smoothly. The store plans to open in late May.

Perpetuation Committee

- The committee hosted a Zoom call for potential candidates and four have submitted paperwork.
- Applications for Board Candidates are due on April 30th.

Board Policies for review/discussion:

- D2-Board Job Description

Upcoming meeting dates:

- May 26th, 2020- via Zoom

Meeting adjourned at 7:30 pm

Closed Session: PPP Loan

Ozark Natural Foods
May Board Meeting Minutes
Tuesday June 2nd, 2020
6:30 p.m.

Board Members Present: Joshua Youngblood, Ben Ozanne, Randy Willburn
Elizabeth Quinn, Danielle Dotson, James Selvey,
Connor Corley

Board Members Absent:

Staff Members Present: Mike Anzalone

Consent Agenda: Motion was made to approve consent agenda **and carried 6/0.** (Randy Willburn missed the vote.)

Floor Reports

President's Report:

- Ben has talked with both Thane and Mike several times this month.

GM Report:

- The new store location is OPEN! It will take about 1-2 weeks to get everything up and running. The patio should be open by June 9th.
- Once construction is complete, the city will issue a Certificate of Occupancy.

Reporting & Board Decisions

May Temporary Governance Report

- Mike will submit via email and board can vote via email.

Perpetuation Committee

- Five candidates have submitted paperwork for board candidacy. The candidates include Elizabeth Quinn, Ben Ozanne, Carli Reaves, Josh Moody, Cannon McNair
- Danielle recommends the board approve all 5 candidates.
- **Motion** to approve the slate of five candidates as recommended by the committee was **made, seconded and carried 5 ayes and 2 abstaining.**

Discussions

Board Retreat Date

- Based on the Annual Owner Meeting date of September 13th, the board retreat will need to take place in October/November.
- Board decided on November 7th date for Board Retreat.

Board Policies for review/discussion:

- C1-Urban of Control
- D1-Governing Style

Upcoming meeting dates:

- June 30th, 2020

Meeting adjourned at 7:15 pm

Closed Session: GM Vacation Time

Ozark Natural Foods
June Board Meeting Minutes

Tuesday July 7th, 2020

6:30 p.m.

Board Members Present: Joshua Youngblood, Ben Ozanne, Randy Willburn
Elizabeth Quinn, Danielle Dotson, James Selvey,

Board Members Absent: Connor Corley

Staff Members Present: Mike Anzalone, Lisa Garrett

Consent Agenda: Motion was made to approve consent agenda **and carried 6/0.**

Floor Reports

President's Report:

- The board has had a lot of phone calls, meetings, and emails this month trying to help direct the conversations around the issues of the past few weeks.

GM Report:

- The first full month being open, sales have been strong. Over \$200,000 the first two weeks the store was open. Sales growth over last year is very promising. The dip in sales during the 3rd week was due to loss of power. Last week rebounded and things seem promising. The store hasn't opened the tap room, patio, etc. which will also have an increase in sales.
- The power outage was caused by a contractor and the store lost some product. Total damages incurred will be \$60,000. Store will not take a loss.
- One idea for 'what is next' : a developer in Bentonville showed Mike property for potential store location in a multiuser development area. Potentially a second location could be open in 2.5 years.

Reporting & Board Decisions

June Temporary Governance Report

- Mike reported on the budget and progress of finishing the new building.
- **Motion** to approve the report as presented by Mike Anzalone was **made, seconded, and carried 6/0.**

Perpetuation Committee

- Board determined that since the Candidate Q&As are poorly attended, we will not have on this year, only the candidate statements will be included in the newsletter.

Discussions

AOM and Grand Opening

- Lisa confirmed the time for virtual AOW Sept 13th to be 1–2pm. Registration will be via Eventbrite. Suggested incentives include \$25 gift cards for the first 160 people to attend. Also a random drawing of seven \$100 gift cards.
- The Grand Opening will be delayed due to COVID 19 however the store is thinking of ideas to help commemorate the move.

Board Policies for review/discussion:

- C2- Accountability of the GM
- C3-Delegation to the GM

Upcoming meeting dates:

- July 28th, 2020

Meeting adjourned at pm 8:32 pm

Closed Session: What's Next?

Owner Comments:

Josh Moody- Concern regarding Covid and the amount of plastic tubs being used in bulk. When can people start using sustainable jars, etc again? Are there local options for compostable or not use plastic?

Sarah Craig- Would like to hear comments from other owners, would like to hear what ONF plans to do differently?

Erica Tempesta- The coops stance is apolitical/non political however the point of the co-op was built on very political topics: access to food , labor rights, etc. Erica suggesting paying a DEI consultant and explore how to make space welcoming to everyone

Keanu Aktrias - A lot of concern how this org hasn't done a part to be helpful to people in the community. Feels he has been marginalize and made to feel his existence is political. He wants to be involved loving, accepting, open and better for the community.

Michelle Sherwin- Has been a member 23 years, wants everyone to feel welcome. Is it even possible to stay nonpolitical? Did not understand why the store felt the need to apologize.

Anna Huff Davis- Doesn't live in the area but has heard a lot about recent events. How have people of color been involved in the communities push back? how have you engaged/gotten input from people of color to respond to the recent events. Also wondering if the coop accepts SNAP/food stamps?

Meklya Walters-Used to be an employee, very invested in the coop and is wondering is people know they can use SNAP and WIC benefits to shop at the co-op? Also wondering how to engage people so they are aware.

Additional comments in chat:

Is the store safe? Yes, the terroristic threat was directed at the Board Meeting
How does the store ensure employee safety?

What prompted the police to be at the store handing out masks? An individual was spreading false information online about the stores mask policy. Suggested an informational campaign in partnership with FPD.

How is the store enforcing the city ordinance regarding masks?

Ozark Natural Foods
July Board Meeting Minutes
Tuesday July 28th, 2020
6:30 p.m.

Board Members Present: Joshua Youngblood, Ben Ozanne, Randy Wilburn
Elizabeth Quinn, Danielle Dotson, James Selvey,

Board Members Absent: Connor Corley

Staff Members Present: Mike Anzalone, Pauline Theissen

Consent Agenda: Motion was made to approve consent agenda **and carried 6/0.**

Floor Reports

President's Report:

- Met with Thane, she gave good ideas on how to think about moving forward as well as things that the team has worked through as a board. Ben also had a good meeting with Mike and Michelle to check in on the new store and how things are going.

GM Report:

- Mike has been engaging with the staff on what happened last month with social media. He has met 3 times with staff to allow for discussions. Look at the Ends as a group to reinterpret them and represent that to the board. Board, board process, function of the GM and how the staff can elicit change. Brainstorm things that the team would like to see in the ENDS. Staff will do a survey to give feedback anonymously and will also be shared with the board.
- New Covid precautions have been made after a statewide mandate has been issued including mandatory masks (with exemptions with food and drink in the seating area). New signage has been added to clarify the rules.
- We're in the home stretch with construction—primarily landscaping remains—patio is open and beer and wine license was received. Since receiving the license, the store has had over \$8,000 in alcohol sales. Final walk through will be scheduled and then will receive a certificate of occupancy.
- Co-op applied for the *Ready to Work Grant* for \$75,000 to help pay for PPE to keep employees safe. The store will request loan forgiveness of PPE loan of \$400,000 as it meets the guidelines.
- Now using Mercado App to facilitate online shopping and delivery, still working out the kinks.

Reporting & Board Decisions

B3 Financial Conditions

- Mike reported on the budget and financial conditions.
- **Motion** to approve the report as presented by Mike Anzalone was **made, seconded and carried 6/0.**

Perpetuation Committee

- AOM will be a webinar format with panelists. Heather will verify ownership prior to the meeting and will verify ownership before allowing them into the meeting. The

statements from candidates will be pre recorded and on the event page, which will include the agenda and candidate statements. Will need to schedule a script reading Ben/Danielle/Quinn and Lisa.

Owner Outreach Committee

- Tuesday Aug 4th 6:30pm there will be a special community forum to encourage dialog for future ideas. This will allow for owners to speak about their ideas on how to move forward as a more inclusive organization.

Discussions

DEI Discussions

- Dr. Todd Jenkins presented his Diversity, Equity and Inclusion program to the Board. Dr. Todd helps organizations with cross cultural dialog by using the acronym BOWTIE (Be present, Open mind, Willing to learn, TIE it all together).

Board Education: Inclusion

- Pauline Theissen attended the inclusion session at CCMA and shared her learnings with the Board and staff. The staff would like to engage in different programs to help the community with equality, access to healthy food, etc. Highlights from CCMA breakout include separating humanity from politics, help close the gap with food accessibility, didn't assume the needs of the community (they reached out), the co-ops ability to pivot to address needs of the community.
- The Board needs to strategize how to meet people at their economic price point and how to be inclusive when the prices are higher due to the product standards.

Policies for review/discussion:

- D4 Board Meetings

Upcoming meeting dates:

- August 25th, 2020

Meeting adjourned at 8:50pm

Closed Session:

Owner Comments:

Josh Moody followed up with Mike re: bulk issue.

Ozark Natural Foods
August Board Meeting Minutes
Tuesday August 25th, 2020
6:30 p.m.

Board Members Present: Joshua Youngblood, Ben Ozanne, Randy Wilburn
Danielle Dotson

Board Members Absent: James Selvey, Elizabeth Quinn, Connor Corley

Staff Members Present: Mike Anzalone, Lisa Garrett

Consent Agenda: Motion was made to approve consent agenda **and carried 4/0.**

Floor Reports

President's Report:

- Ben met with Thane and Mike throughout the month.

GM Report:

- Construction is complete and the Certificate of Occupation has been received. The store is now fully operational, with plans for future small projects.
- The mortgage and loan final numbers are coming in. Gary Cook would like to have a small meeting with the Board upon his departure to clarify the cash to debt ratio and discuss future options. This meeting should take place before November.
- Sales numbers keep getting bigger and bigger. First weeks of July/Aug increase 3.3%, 15% the 3rd week, 14%, 18%, 16.7% weekly increases, then 23.8% increase last week. If this continues, projections will be hit and exceeded. It's been a great boost to morale, and has the staff very excited.
- The inventory count has been conducted in July and numbers look good, even with the move.
- At the previous location, the store averaged 818 students members weekly. And now at the new location its 1015 active student members weekly, which is a 24% increase.
- Mike will share all the comments from the staff survey which took place last month. They also discussed ENDS and whether they should be changed.
- Mike will be taking vacation time from Sept 5th - 20th.

Reporting & Board Decisions

Owner Outreach Committee-Open Forum

- Josh noted there was a lot of participation from people that showed up, but attendance wasn't very high.
- Josh would like to find a framework for future forums to increase dialog.
- A few people weren't aware of the controversy and just wanted to participate in the open forum about the co-op.
- It was all very constructive and, owners gave good feedback.
- There were a few take-aways that the Policy Committee will review.

Discussions

Board Education: Next Steps

- Mike is exploring the possibility of a second location, scouting locations including Bentonville, Ft. Smith, and Little Rock.
- Mike is also considering partnering with another business for expansion space.
- Mike would like to kick around the idea of how quickly the store can pay off the debt and how the store can reach rural customers.

AOM Planning

- Lisa updated the board with progress, the minutes will need to be reviewed.
- Randy will be able to transcribe this year's audio with AI software.
- The event will be virtual with the option for owners to watch in store if they do not have access at home. Ryan will be offering support.
- Proxy and opening the floor will require some support and creative thinking. Heather, Lisa, and Ryan will work together for this.
- The board also discussed how candidates will present their two minute speaking part and determined it needs to be pre-recorded. Deadline to submit recording is Sept 1st.

Policies for review/discussion:

- C4-Monitoring GM Performance

Upcoming meeting dates:

- September 29th, 2020

Meeting adjourned at 8:32pm

Owner Comments:

No owner comments

**Ozark Natural Foods
Board Meeting Minutes
October Meeting
Tuesday Oct 27th, 2020
6:30 p.m.**

Board Members Present: Joshua Youngblood, Ben Ozanne, Randy Wilburn
Danielle Dotson, James Selvey, Elizabeth Quinn,
Carly Reaves

Staff Members Present: Mike Anzalone, Lisa Garrett

Consent Agenda: Motion was made to approve consent agenda **as presented by the secretary was made, seconded and carried unanimously.**

Floor Reports

President's Report:

- Ben reported that he met with both Thane and Mike this month and is looking forward to starting his third year as president.

GM Report:

- Mike distributed the recent audit report from the CPA company. The only suggestions from CPAs were to create an invoice archive and to create a financial procedures manual.
- The co-op has added seven parking spaces and the store is always busy at lunch. An employee has been helping park cars during peak hours and encouraging patrons to park in the south lot.
- Mike would like a bus stop and covered pavilion with bicycle charging station to be added near the patio at some point.
- Mike recapped current bank balances of \$1.33 millions with a \$3.95 million mortgage.

Reporting & Board Decisions

B3- Financials

- Mike reported on **B3 Financials**.
- The Board reviewed prior to the meeting and Mike answered questions.
- **Motion** to approve report as presented by Mike Anzalone was **made, seconded and carried unanimously.**

Bank Signatures

- **First Security Bank Operating Account-** Ben Ozanne made a motion to have Ben Ozanne, Michael Anzalone, Emily Timmons and Emily Petry as signers on this account and Daniel Miller as a contact, and to remove Gary Cook from this account. **Motion carried unanimously.**
- **First Security Bank Payroll Account-** Ben Ozanne made a motion to have Ben Ozanne, Michael Anzalone, Emily Timmons and Emily Petry as signers on this account and Daniel Miller as a contact, and to remove Gary Cook from this account. **Motion was made, seconded and carried unanimously.**
- **First Security Bank Petty Cash Account-** Ben Ozanne made a motion to have Ben Ozanne, Michael Anzalone, Emily Timmons and Emily Petry as signers on this

account and Daniel Miller as a contact, and to remove Gary Cook from this account. **Motion carried unanimously.**

- **First Security Bank Patronage Account** Ben Ozanne made a motion to have Ben Ozanne and Michael Anzalone as signers on this account and Daniel Miller as a contact, and to remove Gary Cook from this account. **Motion was made, seconded and carried unanimously.**
- **Bank of Fayetteville Main Account-** Ben Ozanne made a motion to have Ben Ozanne and Michael Anzalone as signers on this account and Daniel Miller as a contact, and to remove Gary Cook from this account. **Motion was made, seconded and carried unanimously.**
- **Bank of Fayetteville Patronage Account-** Ben Ozanne made a motion to have Ben Ozanne and Michael Anzalone as signers on this account and Daniel Miller as a contact, and to remove Gary Cook from this account. **Motion was made, seconded and carried unanimously.**
- **Bank Of Fayetteville Savings Account** Ben Ozanne made a motion to have Ben Ozanne and Michael Anzalone as signers on this account and Daniel Miller as a contact, and to remove Gary Cook from this account. **Motion was made, seconded and carried unanimously.**
- **Iberia Bank Savings Account-** Ben Ozanne made a motion to have Ben Ozanne and Michael Anzalone as signers on this account and Daniel Miller as a contact, and to remove Gary Cook from this account. **Motion was made, seconded and carried unanimously.**
- For further clarification, Ben **made a motion** to remove Gary Cook from all of the listed bank accounts and to include that in the motions. **Motion was made, seconded and carried unanimously**

Board Budget

- The Board reviewed last years budget and upcoming travel/conference attendance.
- James moved to keep the budget the same as last year which is \$34,800. **Motion was made, seconded and carried unanimously.**

Discussions

Retreat Planning

- Thane and the board discussed the upcoming retreat including ENDS revisions and strategic planning.

Board Calendar

- Tabled until November meeting.
- Ben reminded committee chairs to send in their charters and schedule their committee meetings.

Policies for review/discussion:

- D11- Governance Investment
- D3- Board Annual Agenda

Upcoming meeting dates:

- December 1st, 2020 (November meeting)

Meeting adjourned at 8:11 p.m,

Owner Comments: No owner comments

**Ozark Natural Foods
Board Meeting Minutes
November Meeting**
Tuesday December 1, 2020
6:30 p.m.

Board Members Present: Joshua Youngblood, Ben Ozanne, Randy Wilburn
Danielle Dotson, Elizabeth Quinn,
Carly Reaves

Board Members Absent: James Selvey,

Staff Members Present: Mike Anzalone, Lisa Garrett

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

Floor Reports

President's Report:

- Ben reported that he met with both Thane and Mike this month and discussed having all board members re-sign the code of conduct annually. Also decided to pair up new board person with a 'buddy' to help learn the ins and outs of the board.

GM Report:

- Mike reported that a cop-op in Mountain View Market in New Mexico has closed unfortunately.
- Launching *Food Loops* , 60% of packing in prepared foods will be compostable and bags will also eventually be recyclable or compostable.
- Gary has retired, operational accounts and credit cards have been updated. Gary leaving will also trigger an audit. The board will need to vote for an audit in order for Mike to start the process.
- Thanksgiving sales experienced a \$33,000 dip . Once the weather turned cooler, the patio traffic slowed. Store still experienced 14.7% in sales over last year.
- New staff up 36% up to 115 which will increase labor.
- Mike anticipates about a 10% growth and hopeful for a good 2021.
- Parking has improved over the last month. Mike would like a pavilion for bike parking and bus stop with plugins for eBikes. It will cost about \$40,000

Reporting & Board Decisions

Charters

- Danielle submitted **Perpetuation Committee Charter**
- **Motion** to accept Perpetuation Charter **made, seconded and carried 6/0**
- Randy Wilbur submitted **Outreach Committee Charter**
- Motion to accept Outreach Charter was **made, seconded and carried 6/0.**
- Josh submitted **Policy Committee Charter**
- Motion to accept Policy Charter was **made, seconded and carried 6/0**

Board Code Of Conduct

- Ben read the Code of Conduct for Board Members
- Each board member present verbally agreed to adhere to the Code of Conduct, except for Carl Reeves as she will be signing hers since she is new.
- Ben asked members to disclose any potential conflicts of interest. Josh disclosed he is a consultant for Columinate which is a board consulting firm and Elizabeth Quinn works for a cooperative that occasionally sells meat to the deli, but she does not oversee that account or manager employees who do.

Financial Reporting

- The Policy committee will meet with Mike to consider re-doing some of the metrics for Financial Reporting.

Discussions

Marketing & Branding Presentation

- Lisa presented the 2021 Marketing and Branding plan and answered questions regarding the plan.

Board Retreat

- The board agreed it was very successful, even when it had to be partially virtual.
- There were several take-aways that the board can start working on now, including reviewing the two drafts for potential new ENDS statement.
- The Board discussed ENDS revision ideas. The Policy Committee will review and bring recommendation to the board. Committee will also review Annual Calendar.

Staff Appreciation

- The board will create a large signed poster board to staff thanking them for the past year and give a \$25 gift card as appreciation for their hard work.

Policies for review/discussion:

- D6- President Role
- D13- Record Policy

Upcoming meeting dates:

- January 26th, 2021 (December/January meeting)

Meeting adjourned at 8:27pm

Owner Comments:

No owner comments

