

**Good Earth Food Co-op
BOARD OF DIRECTORS MEETING
February 19, 2015
Good Earth Community Room**

Present:, Bobbie Hentges, Katrina Dolezal-Mersinger, Gwen Feddema, Graham Litterst, Megan McNair, Sara Urzi

Absent: Christy Benesh (excused), Sarnath Ramnath (excused), Noel Ashcroft (excused)

Executive Session		Task List
General Business	<ol style="list-style-type: none"> 1. Quorum was established, and the meeting called to order at 6:40 pm. 2. Acceptance of last month's minutes was moved, seconded and approved. 3. Acceptance of new members #2959-2981 was moved, seconded and approved. 4. Member returns: none 	
Manager's Report	<ol style="list-style-type: none"> 1. Noel was not present at meeting to discuss. 	
General Business		
Board Education	<ol style="list-style-type: none"> 1. Help the GM understand Food Co-op mission and product selection. 2. New products in our store that GM ordered do not coincide with the co-op mission. Members have voiced concern, wondering if they can trust what they are purchasing. 3. The Board brainstormed what we as consumers look for when buying food. Things like packaging, additives/ingredients, "natural labeling", researched, trust, member needs, seasonal food, carbon footprint, deli clean as possible and follows the same guidelines as our grocery items. 4. Are our ends clear? Discussion of whether we need to add to our policy. Not at this time. 5. How should we assist the GM with the next 90 days in the store? Executive Committee to have open conversation with GM to discuss details of what our mission is and educate him. Asking him what the most comfortable way for him to learn. Give him clear explanation of our product guidelines are. GM should also meet with co-op staff to be educated about our policies. GM should clearance out products that do not meet our guidelines. 6. Survey can go out to the top 200 members about product selection, how is the co-op doing, overall feeling of co-op, what are we doing well, where can we improve? 	

	7. Discussion of GM transition between Michael and Noel. Board felt that the transition did not go as productively as the Board had hoped.	
GM Monitoring	1. Noel was not present to report. Report was also not presented to Board members prior to meeting.	
Self Monitoring	1. Megan presented her review of C3. Revision of ends should be done yearly. Compliant with annual calendar. Long range planning is a work in progress. Documents to be put into March folder. 2. Megan presented her review of C12. Finance committee and GM to discuss profit sharing bonus with staff. Motion to approve report, second and approve.	
Assignments	1. Personal assignments were detailed.	
Committee Reports		
Finance	Present: Noel, Gwen, Diane and Sarnath Date: 1. Diane would like to have a raise from \$300 to \$350. is this a Board or GM decision? Bylaws say we may employ a bookkeeper. Recommendation approve the raise. Motion made, seconded and approved. 2. YTD losses are at \$75k. Budgeted profit was \$28k, so we are \$103k under target.	Bobbie will research and write up guidelines for charities. Talk with Noel on tokens
Member Engagement	Present: Bobbie (chair), Megan, Jerry 1. Chili cook off went great. Feedback on not being able to vote. Addition of "Peoples Choice" winner. Suggestion of new cook-offs for future. Grew very fast, next year to be more organized on tasks. 2. spring event - field trip to the Community Garden. Open with timing, post it and encourage attendance. 3. Bag Credit Community Fund - is this a Board decision or store decision. It is member donations - we can have a strategic conversation with GM on how we develop this. Present as a membership decision. Would like to kick-off in April. Training provided to staff on how the program will run.	Megan will write letter to Noel. Bylaws Committee will meet. Email to Debbie on Diane's raise.
Board Development	Present: Graham (chair) 1. Board did not meet for Board Social due to weather.	Graham will do C4 Board monitoring policy.

	2. Annual Dinner set on September 12, 2015 for Riverside.	Meeting with bylaws committee and Board Development meeting; and Noel and Katrina on Monday the 23.
Executive	Present: Megan, Christy, Noel Date: 1/8/2014 See Manager's Report.	Katrina set up meeting with Noel Monday 4:30; CBLD call 12:00 Tuesday; email Noel about Sara's discount.
By-Laws Committee	Present: Megan (chair), Gwen & Graham 1. Presented rough draft of possible changes. Board terms, quarterly compensation or stipend was discussed. Gwen will look into if this would be considered income. Store credit or gift card. Cost to co-op would be less to do as a store credit. Complete bylaws do not need to be rewritten. Some technical errors. At the March meeting they will have a written draft of these changes. Overall our bylaws are clear and well written. Patronage dividend should be reviewed yearly.	Committee will meet March 11 at 4:30pm Gwen will look into term load exceptions done by other co-ops research on 1099 for store credit; look up resources for education on food integrity; meet with Bylaws committee.
Policy Committee		

Meeting adjourned at 8:55 pm.

Minutes edited & submitted by Sara Urzi, Board Secretary