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| 1  2  3  4  5  6  7  8  9  10  11  12  13  14  15  16  17  18  19  20  21  22  23  24  25  26  27  28  29  30  31  32  33  34  35  36  37  38  39  40  41  42  43  44  45  46  47  48  49  50  51  52  53  54  55  56  57  58  59  60  61  62  63  64  65  66  67  68  69  70  71  72  73  74  75  76  77  78  79  80  81  82  83  84  85  86  87  88  89  90  91  92  93  94  95  96  97  98  99  100  101  102  103  104  105  106  107  108  109  110  111  112  113  114  115  116  117  118  119  120  121  123  124  125  126  127  128  129  130  131  132  133  134  135  136  137  138  139  140  141  142  143  144  145  146  147  148  149  150  151  152  153  154  155  156  157  158  159  160  161  162  163  164  165  166  167  168  169  170  171  172  173  174  175  176  177  178  179  180  181  182  183  184  185  186 | CHICO NATURAL FOODS COOPERATIVE  Board of Directors Meeting  Peace and Justice Center  June 24, 2015 5:30 PM  Attendees: President Julia Murphy, Vice President Olivia Peters-Lazaro, Secretary Phil Weintraub, Treasurer Scott Richman, Board Members Alec Binyon, Natalie Carter, General Manager Liza Tedesco, Scribes Vincent Portillo and Joey Haney.  Absent: Board Member Laurie Niles  Guests Present: none.  1.0 OPENING PROCEDURES  1.1 President calls meeting to order  Julia calls the meeting to order at 5:35 p.m.  1.2 Check In, Kudos, Celebrations  Board members check in.  2.0 PRELIMINARIES  2.1 Approve the Agenda  **MOTION**: Julia moves to approve the [June agenda](https://docs.google.com/document/d/1ClZ_Pq_vfRywpjjYxyg8L0xGs7qysFb2Y5vOnbsJcCE/edit). Natalie seconds. All are in favor and the agenda is approved.  2.2 Approve the previous months Minutes  **MOTION:** Alec moves to approve the [May minutes](https://docs.google.com/document/d/1WyfUsrk8J3iJqACRn1j4GZ2OZJXG9VhpQKCkx-IefIU/edit). Phil seconds. All board members are in favor and the minutes are approved. The Scribe emails the approved minutes to the MM.    2.3 Share written correspondence with board  no correspondence to share.  2.4 Choose Process Guardian  Julia volunteers to be the Facilitator; Natalie volunteers to be the Process Guardian.  2.5 Comments from attendees other than board members (3 minutes each)  no comments.  3.0 BOARD EDUCATION  3.1 Joey and the Casual Clipboard  Joey reports on the timeline of the preferred shares campaign, including the creation of questionnaires and focus groups. The goal of clipboarding is to initiate conversation. CNFC members will be asked to share their questions concerning preferred shares. On July 14th and the 27th, at the 1078 Gallery, CNFC will host a forum to discuss the preferred shares campaign with current and potential membership of CNFC.  Joey adds that the forums are also a call to action for the special election. The hope is that the board will be involved in clipboarding as well as be present at the 1078 forums.  Board member Clipboard participation:  Natalie July 5th, 6th, 7th 3-5ish  Julia July 1st; 4th 1-3 pm;  Alec July 1st, 1-3  Phil June 30th 1-3, July 7th 1-3  Scott will fill-in gaps in schedule  3.2 Committee Reports (10 min)  Finance Committee  Scott leads a discussion about a meeting on June 9 with Frank Worrell of the NCG Development Corporation, which included Teal Horseman, Liza, Phil and Scott. A topic of discussion was the proforma, including its history and conservative safeguards. A committee meeting followed on the next day, when it was agreed that the Finance Committee will schedule itself to meet and provide a report for each regular BOD meeting during the time the store has expenses for the relocation process.  Governance  Julia leads a discussion on governance, including the board’s availability to engage Pam Larry’s group, LabelGMOs.org. Alec, Scott, Natalie, and Julia will make up the working group to engage Larry’s group. **Action Item:**Julia will make a Doodle for the GMO working group to meet.  Outreach  Julia asked that the Outreach Committee work with Dylan to create a “Coffee With the Board” quarterly event to increase Board-Owner communication. Alec emailed Dylan on the spot.  Dev./Nom-Elect  Development Committee did not meet. Nominations/Elections is ramping up their activity. Julia discusses the candidate manual. Julia suggests repackaging the first 13 pages of the candidate’s manual. **Action Item:** Liza will search for the candidate manual.  3.3 Brief Review: Tabling (6 min)  Julia leads a brief discussion of board tabling, including the popularity of kombucha amongst membership.  3.4 Check-in: Board Manual/ Final Draft  Already covered this topic.  4.0 BOARD DECISIONS  4.1 Accept [GM Monthly Written Report](https://docs.google.com/document/d/1OKIj5INkbBowGS3BCwLWQ4hka-pJ5qt2VFnCANdYrEA/edit)  a. [April owner report](https://drive.google.com/drive/folders/0B11aPOxwRzI_OTc0ODE3NWQtZjBmMi00NzkxLTlkMjgtY2NmZDFiNGJmMmRm/0BzBFp5TVhJC-bC16eHFGUG12OGM/0BzBFp5TVhJC-cDhya3NsaGhIVW8/0B11aPOxwRzI_fllRVUFzRlJtZVpWTnJjM0ZOZmpfUktEeUxuQ1REXzdhTDBQQjVoM21GZG8)  b. [April 2015 Prelims](https://docs.google.com/spreadsheets/d/19gRjTe8Kz43TzT_l2QLui15F60ZZUPnao0m114ZrUhY/edit#gid=1452982942)  4.2 [Preferred Shares and Amendments planning document DRAFT 061715](https://docs.google.com/document/d/1P8vVNPD5D2zj7oipHKZw-MjwVHkh-BG_a8Kpk8I-IEU/edit)  **MOTION:** Julia moves to accept the GM Monthly Update Report. Phil seconds. All are in favor and the GM Monthly Update Report is accepted.  5.0 SELF-MONITORING -- BOARD MONITORING REPORTS  5.1[Board Monitoring Reports](https://docs.google.com/document/d/1GEmV05GDbpMTCYMqSb3qzdIGCcKjXIDR-OSYcd9xR0o/edit)--10 min  Julia leads a review of the Board Monitoring Report. Julia is optimistic for the future of more effective board work. Olivia suggests altering the way board monitoring occurs, including writing a plan for future compliance of non-compliance. For example, 3 or below is non-compliant; 4 and above is compliant. In the case when an item is non-compliant, the board must work to become compliant, either as a committee or a board. Action Item: Julia will initiate an email conversation concerning the alteration of the board’s process or monitoring related to compliance and non-compliance. **MOTION:** Natalie moves that the Board Monitoring Reports are accepted. Olivia seconds. All are in favor and the Board Monitoring Reports are accepted.  6.0 CLOSING  6.1 Review: [Action Box Items](https://docs.google.com/document/d/1N5HJxuJTbi4ubyRoTqs-4ewAoUL08yIcIQ0Dsu3xX3o/edit), Decisions  6.2 Upcoming Board Meeting: [Board Calendar](https://docs.google.com/document/d/1j3c3AvkX5gzS0gq2rOWdLdaJJkiOoFF-oxJ9LmHf9sU/edit)  6.3 Debrief & Evaluate Meeting (+/ delta)  6.4 Open Forum  7.0 CLOSED SESSION  8.0 Adjourn Meeting  8.1 **MOTION:** Julia moves to adjourn meeting. Scott seconds. All are in favor and the meeting is adjourned at 7:25 PM. |
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