

**Oneota Community Co-op  
Minutes for Regular Board Meeting  
November 26, 2013 5:30 PM  
Luther College Campus, Valders Hall, Room 367**

**Board Members Present:** Steve McCargar, Deneb Woods, Brita Nelson, Mike Bollinger, Gary Hensley

**Board Members Absent:** Lora Friest, Anne Dykstra

**GM Present:** David Lester

**Co-op Staff :**

**Member/Owners Present:** Jeanine Scheffert (Bd Admin Asst),

***1. Call to Order***

Steve McCargar called the meeting to order at 5:33 PM

Board Procedure Manual - Changed by vote of board.

Last year changed disciplinary process & election procedure

***2. Board Learning***

**Summary:** Gary Hensley presented the Board Procedures Manual. This manual contains procedures regarding board policy governance, recruitment, discipline and expectations. It is not monitored or reviewed. If a board president or vice president wants to change it, they must put it on the board agenda, discuss it with the board, then vote for the change. It does not need three readings. Recent changes include Disciplinary Procedure and Election Procedure.

Hensley added #8 Three Readings Policy to Section Nine Board Meetings Section of Board Procedures Manual. This was passed as an Action Item later at the meeting.

McCargar noted that the board is not adhering to the policy of keeping minutes of executive sessions. McCargar and Lester will meet to update the board's official documents.

Hensley proposed that the president and vice president review the procedures manual and summarize the board's adherence annually.

***3. Member Comments.*** *There were no member comments.*

***4. Disposition of Member Comments.*** *NA*

***5. Agenda Review:*** Hensley moved, Bollinger seconded to **approve agenda**. Motion **passed** by a vote of 5 aye, 0 nay.

***6. Minutes from October:*** Motion to approve the minutes from October 2013 was made by Woods with second by Hensley. Motion passed by a vote of 5 aye, 0 nay.

## ***7. Consent Agenda - no consent agenda.***

## **8. Reports**

### **8.1 GM Report -**

#### **Community/Outreach/Other Store Happenings:**

We raised somewhere around \$3500 for local food pantries with Taste of the Holidays event.

#### **Physical Store Update:**

The photovoltaic system will be turned on soon. There may be a screen in the eating area that has live data of our solar production. We could potentially use this to talk about upcoming classes and data such as how much we raised at Taste of the Holidays, etc.

#### **Marketing/Special Projects:**

Our latest MAD day sale created a larger sales volume than the Coop's annual sales in the first four years of business.

A new logo has been designed and it was met with approval. It will show up better and be more adaptable for electronic media.

### **8.2 L7 Asset Protection**

#### **Summary:**

We have great reports. We have a really safe and secure credit card system: it goes through the phone lines and not through our computers so we can't possibly save credit card numbers. We are keeping good records.

We are below industry norms for theft rate, but may add two basic security cameras that we would manage. One would be for the cashier stations and one for the inside dock door downstairs. Most of the theft we have now is in the Wellness section of the store because of the way this section is set up. When we have the new POS system, security cameras will be integrated into the system. There is nothing coming from insurance saying we need cameras.

FDIC insurance covers \$250,000. Overall account balances will be changing dramatically in the near future due to the size up upcoming loan payments. GM will review again next year at this time and make judgement regarding whether opening an account at an addition back is necessary for maximum asset protection.

### **8.3 Board Budget Review**

#### **Summary:**

There needs to be a place to post cost of paying Jeff (?) \$4171.56 in Q3 Facilitated Board Visioning and \$1200 staff gift under Other Board Expenses. Friest and Lester will sit down figure this out. Board's

report and GM's report used different codes, so the numbers didn't align. We need to use the same account numbers, codes and descriptions as Lester so our reports align. There also needs to be a place to post this document.

Discount numbers have been steady. Election numbers will go up again because there will be more ballots and the postage is higher. It may get close to \$3700 next year. We will leave the \$2100 (which is \$300 per board member) for Board Learning. \$5000 for CDS will be added to the board budget.

Next month, we will look at this budget again and resolve questions regarding what next year's numbers will be.

As part of looking at the calendar and manual, we will decide if a quarterly budget review and approval is necessary.

## ***9. Action Items***

### **9.1 3rd Reading of New Ends Statements**

Nelson motioned to **Approve Third Reading of New Ends Statements**. Hensley seconded. Motion **passed** with a vote of 5 aye, 0 nay.

#### Discussion:

Third and final reading of New Ends Statements

### **9.2 Board Procedures Manual**

**Motion:** Hensley Moved, Bollinger seconded to renumber the Board meetings section of the board procedures manual so the document matches the table of contents. Motion passed unanimously 5 aye, 0 nay.

**Motion:** Hensley moved, Woods seconded to **Add section 8 to Board Procedures manual in regards to Three Readings Procedure**. Motion **passed** 5 aye, 0 nay.

### ***10. New Business: none***

### ***11. Next Monitoring***

**[11.1 L6 Budgeting/Financial Planning - David Lester]**

**[11.2 Present 2014 Business Plan - Lester]**

### ***12. Next Meeting: Tuesday, December 17th, 5:30pm***

***13. Executive Session - Written Evaluation of GM*** - Motion by Woods with second by Hensley to go into executive session. Motion carried unanimously.

Motion to go back in regular session with motion by Hensley, second Bollinger. Motion passed 5 aye, 0 nay.

***14. Adjourn*** - Motion to adjourn by Hensley with second by Nelson. Motion passed unanimously.

