

OCC Board Minutes April 23, 2013

Board Members Present: Gary Hensley, Anne Dykstra, Jon Jensen, Steve McCargar, Bill Pardee, Lora Friest

Board Elect Members present: Mike Bollinger, Brita Nelson, Deneb Woods

GM Present: Dave Lester

Members: Lynda Sutherland and Nate Furler

1. Call to Order: Pres Pardee called the meeting to order at 5 PM
2. Board Learning: none
3. Member comments: none
4. Disposition of member comments: none
5. Agenda review: Motion: McCargar moved, Hensley seconded to approve the agenda as modified. Motion passed 6 aye. 0 nay

Motion: McCargar moved, Friest seconded to amend the consent agenda to:

Remove 6.4 from the agenda for today.

Add 10.5 June strategic planning date

Add 10.6 Administrative support for May

Motion passed by a vote of 6 aye, 0 nay

6. Consent Agenda: 6.1 approval of March minutes
6.2 Certification of Election
6.3 Disposal of election ballots
6.4 Board procedures Manual: election procedure (removed)
7. New Board Seated: Election of Officers and composition of Standing Committees
7.1 code of conduct signing

New board members Brita Nelson, Deneb Woods and Mike Bollinger

Were seated and signed the Board member code of conduct. Lynda Sutherland signed the code of conduct for Board Admin Assistant

7.2 Election of President: new board

Board thanked Bill Pardee for his service and releases him from his term

Of office. Hensley called for nominations. Dykstra nominated Hensley.

Hensley declined the nomination. Nelson nominated McCargar. Dykstra moved and Woods seconded that nominations process be closed. Motion passed 7 aye, 0 nay.

Motion: to elect Steve McCargar as Board President. Motion passed 6 aye, 0 nay, 1 abstain (McCargar)

Summary: McCargar would be willing to be president with Hensley helping with the agenda/document setup, as long as he can still advocate for a specific position.

Legally board needs one president. Some of the document organization and computer Communications could be assigned to the Vice President with the help of the Admin.

Assistant.

8. New President Steve McCargar assumed control of the meeting .

8.1 Election of Vice President

Dykstra nominated Hensley. Friest moved, Dykstra seconded to close nominations

Motion passed: 7 aye, 0 nay

Motion to elect Gary Hensley as Vice President. Motion passed by a vote

Of 7 aye, 0 nay

8.2 Election of Secretary

Friest nominated Dykstra. Dykstra declined the nomination.

Friest nominated Dykstra. Nelson moved and Woods seconded to close the nominations. Motion to elect Anne Dykstra as Secretary. Motion passed 7 aye, 0 nay

8.3 Election of Board Treasurer

Friest nominated Friest

Dykstra moved and Bollinger seconded to close the nominations. Motion To elect Friest as Treasurer. Motion passed 7 aye, 0 nay

8.4 Appointment to Standing Committees

Appointment to Member Linkage Committee: McCargar, Nelson, Bollinger

Board development committee: Friest, Hensley, Woods

Agenda suspended for member comments: Jon Jensen spoke. Members are very happy with the things the co-op is doing and where the Board is going. Hopes the Board will have some focused conversation on how to function efficiently while keeping Board members' time commitment reasonable for busy, highly qualified people. Jon Jensen thanks everyone on the board. As a past Board member, he's worried about the amount of time that is required of the board members. The Board is welcome to continue to meet at Luther.

Agenda resumed.

9. Reports

9.1 GM Report

Summary: Sales look really good, labor costs look good. National GM meeting had experts talking how co-ops are losing market share as a Whole, they are not growing as fast as some of their corporate competition. The biggest challenge is to maintain our own identity while still part of a co-op Organization. We need a cohesive strategy to get market share. There is a historic ambivalence about branding; part of the appeal is the idea of uniqueness.

9.2 Board Treasurer's report

Summary: We have paid all the expenses connected with the election. Each board member has \$300 discretionary fund to use for Board learning. Expenses should be submitted to the co-op admin offices.

10: Action Items

10.1 L5 Financial Conditions: Quarterly report- Compliant

Motion: Hensley moved, Dykstra seconded to approve the L5 Financial Report. Motion passed 7 aye, 0 nay

10.2 Global governance commitment- Compliant

Motion: Hensley moved, Friest seconded to accept the Global Governance Report. Motion passed 7 aye, 0 nay

10.3 Strategic Background Questionnaire: Give it some thought.

10.4 Meeting Location and Time: Discussion. For time being will stay at Luther College but will move the time to 5:30 pm. The president will make every effort to keep the meeting to 2 hours.

10.5 June Strategic planning date: June 4th, Tuesday at 5:30 pm

Friest will make arrangements with the facilitator

10.6 Administrative support for May: Lynda Sutherland agreed to provide the administrative support for one more month through May 28th.

11: Next Monitoring

G4: Board Code of conduct

L10: Board Logistical Support (GM)

L: Global Executive Constraint (GM)

12: Next Meeting Tuesday, May 28, 2013

13: Executive Session -none

14: Adjourn Motion: Dykstra moved, Hensley seconded to adjourn the meeting.

Motion 7 aye, 0 nay

Meeting adjourned at 6:42 PM