

**Oneota Community Co-op**  
**Minutes for Regular Board Meeting**  
January 26, 2021  
5:30 PM  
Virtual Meeting

**Board Members Present:** Scott Hawthorn, Hannah Breckbill, Scott Timm, Bill Iverson, Detra Dettmann, Michelle Barness, Andy Sassaman

**Board Members Absent:** None

**GM Present:** Nate Furler

**Past GM Present:** David Lester

**Co-op Staff:** Niki Sanness, Kristin Evenrud, Nicole Brauer

**Member/Owners Present:** Jeanine Scheffert (Board Administrative Assistant)

**Others Present:** Brent Berns from Hacker Nelson

**1. Call to Order**

Timm began the meeting at 5:32 p.m.

**2. Board Learning**

Board members each shared their personal appreciation to David Lester for his service as General Manager and then welcomed Nate Furler as the new General Manager.

**3. Member Comments**

None

**4. Disposition of Member Comments**

None

**5. Agenda Review**

**Motion by Hawthorn to approve amended agenda to add Executive session action instead of just discussion, and add 10.4 Tax Discussion.** Second by Barness. All ayes, motion carried.

**6. Minute Approval**

**Motion by Barness to approve December 2020 Board Meeting Minutes and Executive Session Minutes from November 2020.** Second by Sassaman. All ayes, motion carried.

**7. Consent Agenda**

None

**8. Reports**

**8.1 GM Report**

GM announced the hot bar will be launched on Monday and end of year inventory is on par with expectations. GM also reported which departments are performing best and which need to improve. A part-time marketing coordinator was hired and will be starting soon. Round up at the register is happening once a month and customers are asking for them. GM also reported on sales growth, cash position, and staff restructure.

**8.2 L6 Budget/Financial Planning**

**Motion by Hawthorn to Approve L6 Budget/Financial Planning report.** Second by Breckbill. All ayes, motion carried. This report references the business plan. We're doing

a one-year business plan again this year as we are waiting for strategic planning to be completed by the board before moving forward with a 5-year plan and multi-year plan.

### **8.3 L8 Communication & Counsel to the Board**

**Motion by Hawthorn to approve L8 Communication & Counsel to the Board.** Second by Breckbill. All ayes, motion carried. Dettmann left meeting.

### **8.4 G2 Board Job Description**

**Motion by Iverson to approve G2 Board Job Description.** Second by Sassaman. All ayes, motion carried. Compliance was reported in all areas. Creating a link between board and members - scoop articles, annual meeting, member board linkage committee - annually reviewing - survey to members - good way to assess current values and connect with members. Been tricky this year because of pandemic to have member engagement, but we're continuing to the best of our ability.

## **9. Action Items**

### **9.1 Board Calendar Discussion and Approval**

**Motion by Barnes to approve Board Calendar with change of adding strategic planning process, beginning in April or May, once new board members are seated.** Second by Hawthorn. All ayes, motion carried.

### **9.2 2020 Q4 Board Budget Actual**

**Motion by Hawthorn to approve 2020 Q4 Board Budget report.** Second by Breckbill. All ayes, motion carried. We were \$10,000 under budget in 2020, but that was due to the unexpected pandemic change. We will stick with our planned budget this year and plan for ways to use it.

## **10. New Business**

### **10.1 Nominations/election progress report**

**Motion by Iverson to approve Nominations Slate of Candidates Bailey Lutz, Detra Dettmann, Scott Timm.** Second by Hawthorn. All ayes, motion carried. Abstention by Scott Timm because he is a candidate though he usually does not vote as President. These are board-approved nominations. Others can still run for the board through Feb 12 if they have a petition write-in, but this is the deadline for board nominations.

### **10.2 Annual Business Meeting**

Tentative date was set for April 20 at 6:30 p.m.

### **10.3 Membership Survey**

Member linkage committee will develop a plan for the information gleaned from our recent membership survey.

### **10.4 Tax Discussion**

Berns from Hacker Nelson explained how the Payment Protection Program (PPP) loan impacted the Co-op. The loan is not taxable and the Co-op is ending the year with a loss for tax purposes. There are options to carry the losses back or carry them forward. It was decided to carry the losses back and claim refunds the Co-op is eligible for.

## **11. Next Meeting Monitoring Reports**

### **11.1 Reports for February meeting**

- D: Global Governance – Management Connection (Iverson)
- L9: GM Succession (GM)

## **12. Next Meeting**

Held February 23 at 5:30 pm, virtual

## **13. Executive Session Action**

**Motion by Iverson to move into Executive Session.** Second by Hawthorn. All ayes, motion carried. Moved to Executive Session at 7:45 p.m.

Motion by Breckbill to resume regular meeting. Second by Barness. Meeting resumed at 7:46 p.m.

## **14. Board Meeting Self Evaluation**

Complete independently via the web

## **15. Adjourn**

Meeting adjourned at 7:46 p.m.