

**Oneota Community Co-op
Minutes for Regular Board Meeting**

March 28, 2023

5:30 PM

First Lutheran Church Fireside Room

Board Members Present: Scott Timm, Bailey Lutz, Aaron Detter, Scott Hawthorn, Hannah Breckbill, Bill Iverson

Board Members Absent: Detra Dettmann

GM Present: Nate Furler

Co-op Staff:

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

1. Call to Order

Timm called the meeting to order at 5:32 p.m.

2. Agenda Review and Approval

Motion by Breckbill to amend agenda by moving policy monitoring into consent agenda.

Second by Hawthorn. All ayes, motion carried. **Motion by Iverson to approve amended agenda.** Second by Hawthorn. All ayes, motion carried.

3. Board Learning - G: Global Governance

This report shows that we've done past reports, who did them, and if there was compliance.

4. Member Comments

No member comments

5. Disposition of Member Comments

No member comments

6. Consent Agenda

Motion by Breckbill to approve consent agenda consisting of monitoring reports G7:

Board President's Role, G8: Vice President's role, G9: Treasurer's Role, G10: Secretary's Role. Second by Lutz. All ayes, motion carried.

7. Minutes Review and Approval

Motion by Lutz to approve the February 2023 minutes. Second by Hawthorn. All ayes, motion carried.

9. Other Board Business

8.1 GM Report

Furler reported the store is currently above budget, checking and savings is doing well, and labor is holding steady. Things are level and expect an uptick in March and April. Pricing adjustments made in January were not sufficient to hit margins. Believe they have found the problem and are working to fix it this week.

Moving the break room and working with local contractor to get estimates for the kitchen space so we can partner with Vesterheim to use this space.

Election update: 450 online ballots of possible 3276 + 10-20 paper ballots have been turned in. It is tricky to have membership payment dues the same month as the election, but there are hurdles in the POS system to doing it differently. We could start prompting people to pay earlier.

Moving to a new HR system which comes with an assigned HR person.

Upcoming Events: We will be participating in Earth Day event at the fairgrounds on April 22; closed for Easter; Annual Meeting Thursday, April 20 at Pulpit Rock Brewery; Furler attending April 23 NCG Spring Meeting in San Diego.

NCG is sunseting their gift card system. We'll be creating an internal gift card system.

8.2 Annual Meeting Agenda

Board discussed what to include in this year's annual meeting agenda. Furler will create the power point.

9.3 Member-Board Linkage Committee

It was decided at the Annual Meeting to introduce each board member, talk about potlucks, tabling, and Luna Valley event.

9.4 Count of Election Ballots

Counting of ballots scheduled for April 3 at 10:00 a.m.

9.5 Email accounts for newly elected board members

Dettmann will do this.

10. New Business

10.1 Bylaw Policy Discussion

Board discussed Co-op volunteer program and how it relates to Board compensation. Currently according to Co-op bylaws, Board members can't be compensated more than other Co-op members. Because there is currently not another active volunteer program, Board was concerned this could be a violation. However, all members can run for the board. Board also discussed the equity and ethics of board compensation. This discussion will be continued. Board discussed the issue of having a volunteer program and will continue to look into this possibility as well, including the possibility of creating an external volunteer program.

Board proposed creating a new monitoring policy scheduled for August or September that asks, "Are we updating or maintaining our bylaws?" that we can send out with election and annual meeting mailings.

10.2 New board member onboarding

Hawthorn will notify new board members on April 3 after results are verified. Current board members may mentor new board members to get them up to speed. Dettmann, Timm, and Furler will take part in onboarding new board members between April 3 and 20.

11. April Meeting: In Person - April 25, 5:30 pm, Fireside Room at First Lutheran

11.1 Policy Monitoring

- a. Global Governance Commitment – Timm
- b. L5: Financial Condition (Quarterly Report)
- c. E1: Ends - likely push to May
- d. L9: GM Succession - likely push to May
- e. L6: Budgeting & Financial Planning - Business Plan - likely push to May

11.2 Other Business

- a. Recognition of outgoing board members – Timm
- b. Retiring board members transfer binders to incoming members
- c. Start of new board members
- d. Annual signing of Code of Conduct and Ethics
- e. Board Officer Elections
- f. Treasurer Quarterly Report
- g. Schedule new board member training
- h. Funds for seedling purchases for staff

12. Executive Session

None

13. Adjourn

Motion by Lutz to adjourn meeting. Second by Iverson. All ayes, motion carried.

Meeting adjourned at 7:45 p.m.