

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

July 25, 2024

5:30 PM

Co-op Classroom

Board Members Present: Bee Lutz, Brennan Allsworth, Bill Iverson, Hannah Breckbill, Carl Peterson, Nathan Dietzenbach, Piper Wood

Board Members Absent:

GM Present: Nate Furler

Co-op Staff: Niki Sanness

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

Lutz called the meeting to order at 5:31 p.m.

Motion by Dietzenbach to approve the amended agenda. Second by Peterson. All ayes, motion carried.

Amendment: Add discussion of parade after board retreat

During **Board Learning**, board reviewed **G5 Board Committee Principles**:

Board discussed G5 Board Committee Principles which outlines that the board oversees the co-op's governance but not the operations. Next month, the board will review this report, approve changes in wording of pronouns, and report on compliance.

Motion by Peterson to approve amended June 2024 Meeting Minutes. Second by Allsworth. All ayes, motion carried.

Motion by Peterson to adopt new language for D2 Accountability of GM. Second by Breckbill. All ayes, motion carried.

D2.1 Previous language: The Board will never give instructions to persons who report directly or indirectly to the General Manager.

D2.1. New language: The Board will never give instructions to persons who report directly or indirectly to the General Manager without prior approval of the GM.

This language change makes it possible for the board to collaborate with co-op employees on community projects. Practice will continue to be for board to CC the GM in written communication with Co-op staff.

D2.3 Previous language: The Board will view General Manager performance as identical to organizational performance, so that organizational accomplishment of Board-stated ends and avoidance of Board-proscribed means will be viewed as successful General Manager performance.

D2.3 Change wording to: The Board will view organizational accomplishment of Board-stated ends and avoidance of Board-proscribed means as successful General Manager performance.

This language acknowledges that GM performance and store performance are not always identical.

Motion by Wood to approve D2 Accountability of GM. Second by Allsworth. All ayes, motion carried.

Compliance reported.

Motion by Breckbill to approve D3 Delegation to the GM. Second by Dietzenbach. All ayes, motion carried.

Compliance reported.

This policy outlines that the board instructs the GM through written Ends. If there is something the board wishes to change, they would need to change it through policy. Staff also have an avenue for issuing grievances, and GM must report grievances to the board through the Staff Treatment policy.

L5 Financial Condition (Quarterly Report)

Sanness reports compliance on all areas of L5 except 5.1 and 5.3. Sales have not increased by 3% in Q2 as budgeted. We are currently 1.86% over last year Q2. While sales are not as high as we want, net income is still in compliance due to management of margins and labor. Quick and current ratios are noncompliant because member loans recently moved into the “current” category. They will be “current” for the rest of the year, at which time we will pay them off or finance them with another bank loan. All other areas of the report are in compliance and we are celebrating paying of the Decorah Bank and Trust mortgage this month.

Board thanks Sanness for the planning and reporting.

GM Report

Sales are currently \$50k below budget. We are working on merchandizing efforts and assessing buying patterns, trying to understand why this is happening. We are doing well in labor costs, and although our sales are low we are doing well with managing margins. We’ve paid off our mortgage, which is great.

We are currently preparing for Nordic Fest and anticipate a lot of drink sales. We’ll be installing a new HVAC system on Monday. We are excited to have a lot of local produce in the store. We are working to move to #4 and #5 microwavable plastic and compostable containers in the store, including home-compostable cellophane made of wood pulp in the bakery. We are looking to start passive sampling in the store again, which will help get customers excited about product.

We will outsource a staff survey and will be doing annual staff reviews and hiring in August.

We are still working with students at Luther to get photos and stories archived. We are excited to capture so many stories that are out there and are aware of the need to do this in the next 10-20 years before we lost them. September 28 is the final celebration of our 50th anniversary as the Fall Frolic at Luna Valley.

Furler and two employees will be going to the NCG conference, which will be money well spent. It is always good to connect to other stores and compare notes. Overall co-ops are seeing an increase in sales. We don’t know yet why we are not, but we know we continue to be relevant and an important part of the community. We will keep working on this question.

Treasurer Quarterly Report

Because board compensation was added after the board budget was approved, there is not a current line item for it and it is listed under "other board expenses." Because of this, board is significantly over budget on "other board expenses," but under budget in board development. We are significantly over budget for the election as well because we had to hold a special election. A discussion on the election process will be put on next month's agenda; we could save significant money by changing this process. Breckbill will prepare an updated budget proposal for the remainder of the year and present this at the next board meeting.

Annual board retreat updates

Planning committee will meet facilitator Scott Timm to plan the board retreat. Board may do a self assessment survey as part of the gathering. Retreat will be at Peterson's house.

Nordic Fest Parade

All Co-op board members will be a part of the Nordic Fest parade this coming Saturday along with select Co-op staff members and owners. Participants will wear a Co-op t-shirt, walk, and hand out Co-op product.

Upcoming board training opportunities include

- a. Board Presidents Roundtable - July
- b. How to Disagree Better – Creating Your Conflict Resolution Toolkit - July

August Meeting, Tuesday, August 20 at 5:30 p.m.

This is the third Tuesday of August rather than the fourth; moved so all board members can attend in person.

11.1 Policy Monitoring

- a. G5 Board Committee Principles
- b. Set dates for Board Election process - VP
- c. Budget Proposal - Treasurer
- d. Bylaw change discussion for voting process change

Motion by Breckbill to adjourn meeting. Seconded by Allsworth, All ayes, motion carried. The meeting adjourned at 6:54 p.m.