

Natural Harvest Food Co-op  
August Meeting Held Tuesday, August 22, 2017  
Board of Directors Meeting  
Natural Harvest Classroom

Board Members Present: Jacob Rosandich, Kim Anderson, Lori Ismil, Carrie Sell, Deb Meissner DeVries

Board Members Excused: Megan Thiele, Leah Calgaro, Darrel Swenson, Troy Caddy

NH Staff Present: Briana Sterle (Marketing Manager)

NH Staff Excused: Anja Parenteau (General Manager)

- 5:30 – 6:00 PM Board Executive Session
- Call to order- President Jacob called the meeting to order at 6:00PM
- Approval of July meeting minutes was not motioned

Log building update was given. There are currently no offers regarding the sale of the building.

President Jacob brings up customer comments about the temperature of the store. Customers have mentioned to board members that the store is too cold and it causes them to leave the store quickly. In Anja's absence Briana said she would contact the heating & cooling to see what can be done about it.

Conversation moves to the building's siding issues. Jake gives an update to the board on what is happening.

Conversation moved to Articles & Bylaws 4.3 & 4.10.

**4.3 Terms and Elections.** Elections shall occur annually, in a manner prescribed by the Board. Directors shall serve a term of three (3) years and shall serve staggered terms so that approximately one-third (1/3) of the Board is elected each year. No Director may serve more than two (2) consecutive terms.

**4.10 Officers.** The Board shall elect a president, a vice president, a secretary, a treasurer, and any additional officers the Board deems necessary for the effective conduct of Board business. The election of board officers will occur annually and will be done at the first Board meeting following the board elections. The powers and duties of each officer shall be determined by the Board of Directors. The only employee officer of the cooperative shall be the General Manager who shall be responsible for the daily business operations of the cooperative under and subject to the Directors. The Members may remove an officer at a Member meeting for cause related to the duties of the position of the officer and fill the vacancy caused by the removal.

The board reviewed them and discussed how these affect any changes that might be made to the election terms. The board plans to revise the term limits prior to the annual meeting so that the changes can be voted on for approval at the annual meeting.

The board has recently been discussing whether or not they should hire a board consultant. The last time they spoke about it there were some questions from board members. At this meeting Jake provided the board with answers to the questions and they further discussed hiring a consultant. They reviewed the costs and Deb offered to call other co-op boards to get feedback from them about their consulting experiences. She will follow up with the board in a few days.

Conversation moves to the Shared Vision of the Co-op. Now that the new store is open the need to decide where they go from here. Jake proposes they make a 3-5 year plan. This will be further discussed at the next meeting.

Board discusses what should be done with forfeited membership funds. Could a 501c(3) be started for the funds? This will need to be discussed with the accountant to see if it would be beneficial.

Jake C7 Board Committee Principle and whether or not the board is in compliance. Carrie motions that the board is in compliance with C7. Deb seconds the motion. Motion carries.

Board conversation moves to committee updates. They discussed having a movie night in the classroom this fall. They also discussed a hospitality retreat they are interested in attending.

Next meeting will be held Tuesday, Sept. 26<sup>th</sup> at 5:30 PM in the Natural Harvest classroom. Motion to adjourn was made by Jake and seconded by Deb. Motion carried.