

Natural Harvest Food Co-op
February Meeting Held Wednesday, February 22, 2023
Board of Directors Meeting
Held at Natural Harvest Classroom

Board Members Present: Stephen Levchak, Victoria Ranua, Raini Knaeble-Weiss, Kyle Lynch, Nick Renollet, Jennifer Krenz, *Tera Nowicki, and Carly Antus-Wilk

Guests: *NCG Representative Paula Gilbertson, and Guest Owners; Stephanie Strand and Jean Young

Staff Members Present: General Manager (GM) Briana Sterle and Grocery Assistant Tyler Krenz

*Attended via Zoom

Call to Order - President Stephen Levchak called the meeting to order at 5:34PM

Consent Agenda Item

- January New Owners/Cancellations
- C4 - Board Meetings
- C5 - Directors Code of Conduct
- D3 - Delegation to the GM

Victoria **motioned** to accept the consent agenda items, Raini seconded, the **motion** carried.

Approval of Meeting Minutes - Approval of the January Meeting Minutes pending a closed session; to be held before adjourning the current meeting

Victoria **motioned** to hold the closed session before adjourning, Kyle seconded, the **motion** carried.

GM Reports

Profit & Loss Budget vs Actuals - Documented Profit Loss Articles were briefly shared and reviewed. A noticeable change was observed for the budgets for Quarters III and IV of 2022. Quarter III (2022) due to the Employee Retention Credit and Quarter IV (2022) relating to the General Manager hiring process.

Balance Sheet - IV Qtr 2022 - Tabled for upcoming meeting.

Monthly Sales Chart - A positive growth in sales of 0.32% was observed from January 2022 to January of 2023. Additionally, Natural Harvest welcomed 7 new owners for the month of January.

Store Happenings - Briana gave some of the details relating to Paula Gilbertson's consultation/visit. Additionally other various positive 'store happenings' for the months of January and February were shared. A total of \$1,909.83 was raised through January's Round-Up and donated to the Twelve Step House.

New Business

Corporate Authorization Resolution - Steps are to be taken to begin the process of applying Briana's name to critical documents. In short, to give the new GM the authority to run the day to day operations. Additionally, VP Victoria questioned if all preparations and signatures were received, in order to pass a Five Bank Resolution. Relating to the change in signatories.

Victoria **motioned** to approve the signing of the Corporate Authorization Resolution, Kyle seconded, the **motion** carried.

2023 Board Budget Approval - Tera presented a proposed budget for the board to follow for 2023, and included some explanation for minor changes as compared to the budget from 2022.

Carly **motioned** to accept the proposed budget, Nick seconded, the **motion** of acceptance carried.

Microgrant Update/Planning - Tabled for upcoming meeting.

Annual Meeting Update/Planning - Possible locations to hold the Annual Meeting were discussed. There is still a tentative date of May 11th, 2023, however it will be subject to change if a location cannot be reserved for the given date.

Treasurer's Report - Tera reviewed the Board Budget of 2022, changes will be made due to funds allocated from board member stipends in order to fund part of the GM Search are no longer necessary.

Committee Reports

GM Evaluation - A meeting was held with committee members and GM Briana about the Board Orientation Report to review board specific training as part of Briana's onboarding process.

Education - The Education committee, in preparation for the Annual Owners Meeting plan to reserve a space to hold said meeting.

Perpetuation - Perpetuation members have encouraged many owners to apply for a position on the board.

Next Board Meeting - The next Board Meeting meeting will be held on **Wednesday, March 22nd at 5:30pm** in the Natural Harvest classroom.

Closed Session - Board opened a Closed Session at **6:30pm** to discuss human resource concerns that an owner expressed regarding the new GM. Board **adjourned** the closed session at **7:09pm**

Open Session - Board re-opened Open Meeting at **7:12pm** Victoria Ranua made a **motion** to amend the January 25, 2023 minutes, to remove extraneous details and to adopt an improved minute taking process following National Co-op Grocers Association (NCG) recommendations. Seconded by Knaeble-Weiss, the **motion** carried.

Meeting adjourned at 7:15

Respectfully submitted,

Tyler Krenz, Grocery Assistant
Victoria Ranua, Owner & Vice President
Raini Knaeble-Weiss, Owner & Secretary