



Natural Harvest Board Meeting
Regular Meeting Minutes
Natural Harvest Community Room
Thursday, May 23, 2024

1. Call Meeting to Order

Board President Levchak called the meeting to order at 5:31 p.m.

Board Members Present: Edie Carr, Christina Forsythe, Diana Jankovich, Jenna Kuitunen, Stephanie Leonard, Stephen Levchak, and Mike Nystrom.

Staff Present: Briana Sterle (GM).

Others Present: Bruce Mayer* (Wegner CPA) and Claire Ueltzen* (Wegner CPA).

*Remote Attendee

2. New Business

a. Financial Review Discussion with CPA

- i. Bruce Mayer and Claire Ueltzen from Wegner CPA presented the 2023 Financial Review.
- ii. Co-op performance is generally positive with a strong current ratio, low leverage, and positive income before taxes.
- iii. There is a possibility of being audited by the SBA and/or IRS related to the Employee Retention Credit (ERC) or Paycheck Protection Program (PPP) funds received (both Covid-19 related), but there are no concerns if an audit were to be conducted.
- iv. Bruce and Claire dropped off the call.
- v. Once the Board gives approval to GM to sign off on the financial review, then the 2023 taxes can be filed.

Motion made by Forsythe to authorize GM Briana Sterle to sign off on the 2023 Financial Review. Nystrom seconds. No abstentions or objections. Motion carried.

b. Welcome New Board Members

c. New Board Meet and Greet

3. Consent Agenda Items

a. 3-20-24 Board Meeting Minutes

- b. 3-20-24 Closed Session Minutes
- c. March New Owners / Cancellations
- d. April New Owners/Cancellations
 - i. Owner Stock Buyback
- e. C1 – Governing Style
- f. D2 – Accountability of GM

Motion made by Kuitunen to approve the consent agenda items, with the exception of the March Minutes and March Closed Session Minutes which will be corrected by the new Board Secretary and presented for approval at the June meeting. No abstentions or objections. Motion carried.

- 4. General Manager (GM) Reports
 - a. B1 – Financial Condition – 1Q24
 - i. Profit & Loss – 1Q24
 - ii. Balance Sheet – 1Q24
 - b. Monthly Sales Chart
 - c. Store Happenings
 - d. Year End Financials

Motion made by Nystrom to approve the B1 – Financial Condition report as presented. Carr seconded. No abstentions or objections. Motion carried.

- 5. New Business (continued)
 - d. Approval of Owner Loan Payback for 2024

Motion made by Carr to approve the loan payback. Forsythe seconds. No abstentions or objections. Motion carried.

- e. 2024 Patronage Rebate Recommendation
 - i. GM is recommending that there be no payout of a Patronage Rebate in 2024 due to the net loss after taxes reported for 2023.
 - ii. When the new building expansion was completed in 2016 it was understood when taking on a new mortgage that patronage rebates would be unlikely for several years, which was further impacted by COVID-19.

Motion made by Kuitunen to accept the GM's recommendation to not pay a Patronage Rebate in 2024. Carr seconded. No abstentions or objections. Motion carried.

- f. New Board Contact Info, Shirt Size for Ordering, Board Books
 - i. Physical Board Book, Board name tags with lanyards, and John Carver's book for board to borrow are all located behind till #1.
 - ii. Board contact information (phone numbers) collected and compiled for back-up contact. Email is the primary contact.

- iii. The Board will order shirts this year for Board Members. There are sufficient funds within the Board's existing budget.

g. New Board Bios for the Website

- i. Jankovich and Leonard to complete their bios and send to Dylan French (Marketing Manager) for inclusion on the Board website.

h. Board Orientation Recap

- i. More information and resources available on the Columinate Website.
- ii. Board has 12 hours allocated for consulting with Leslie (Columinate Consultant) each year if any Committee want to schedule time with her. Coordinate with the rest of the Board before scheduling so we do not overuse the hours.

i. ENDS work/discussion

Tabled ENDS work/discussion due to time constraints.

j. Owner Engagement

Tabled Owner Engagement discussion due to time constraints.

k. Digital File Organization Project

- i. Board Files in Google Drive will need to be organized before migration.
- ii. An ad hoc committee will be created to complete this project.

6. Board Officer Nominations and Election

a. President

Motion made by Forsythe to nominate Levchak as President. Kuitunen seconded. No abstentions or objections. Motion carried.

b. Vice President

Motion made by Kuitunen to nominate Carr as Vice President. Nystrom seconded. No abstentions or objections. Motion carried.

c. Secretary

Motion made by Forsythe to nominate Kuitunen as Secretary. Carr seconded. No abstentions or objections. Motion carried.

d. Treasurer

Motion made by Carr to nominate Nystrom as Treasurer. Kuitunen seconded. No abstentions or objections. Motion carried.

7. Treasurer’s Report

- a. The only update was the \$150 entertainment fee for music at the Annual Meeting.
- b. Board insurance and Columinate quarterly payment are upcoming.

8. Committee Appointments and Reports

| | | |
|----------------------|------------------------------|---------------|
| GM Evaluation | Levchak, Carr, Forsythe | Did not meet. |
| Education | Kuitunen, Leonard, Ranua | Did not meet. |
| Perpetuation | Jankovich, Nystrom, Renollet | Did not meet |

9. Next Meeting Dates

- Thursday, June 20th, 2024, at 5:30 p.m.
- Tuesday, July 23, 2024, at 5:30 p.m.
- Tuesday, August 20, 2024, at 5:30 p.m.
- Tuesday, September 17, 2024, at 5:30 p.m.

10. Adjourn

Motion made by Forsythe to adjourn the meeting at 7:43 p.m. Kuitunen seconded. No abstentions or objections. Motion carried. Meeting adjourned.

Respectfully submitted,

Jenna Kuitunen
Board Secretary

Approved by Board on
June 20, 2024