

**Minutes of Lakewinds Natural Foods Cooperative**

**d/b/a Lakewinds Food Co-op**

**Board of Directors Meeting**

**Monday, June 27, 2016**

|  |  |  |
| --- | --- | --- |
| Steph Matz, President  Tim Reese, Vice President  Karyn Penn, Secretary  Dale Woodbeck, General Manager  Guests: Valbona Bushi, Rob Prigge | Katie Bloomstrom  Sarah Carroll  Ryan Sweeney | Absent:  Kari Broyles  John DePaolis  Brenda Pfahnl, Treas. |

1. **Call to Order**

Steph called the meeting to order at 6:32 p.m. on Monday, June 27, 2016 at Eden Prairie

headquarters. Guest members (as noted above) were present to observe the meeting.

1. **Announcements**

Board Election

- Deadline for application submission is Friday, July 1. We have received 3 applications thus far.

- While many other food co-ops have 7 member boards, a transition from a 9 member board to 7 would require a change in the Bylaws and a vote of approval by the member/owners.

- Brenda is resigning in September, at the end of the first year of her second term. As a result, there are 4 open board seats. Steph has not made a final decision on whether she will run for a second term.

CCMA – Karyn shared a written synopsis of sessions attended at CCMA in Amherst June 9-11, including the topics of GM Success and Board Succession Planning. Next year’s conference will be held in Minneapolis. Tours at local co-ops are typically part of the first day of the conference.

1. **Consent Agenda**

The consent agenda included approval of the following items: member applications (147) and

share repurchases (7) of departing member-owners for May 2016; and May 2016 board meeting

minutes. *A motion was made to approve the consent agenda. It was seconded and all voted in favor.*

1. **Reports**

Dale presented the General Manager’s Report along with the May month end financial statements. May was a solid month for Lakewinds with 4.5% increased sales compared with May 2015. Chanhassen is experiencing strong sales growth; the new store manager is in place and changes have been made to the produce department.

The meat sale was a success. Modifications were made with staff spending a lot of time in preparing the products to streamline the purchasing process.

The Co-op Basics product line, featuring the Field Day brand is performing well. The Co-op Basics program will be expanded in the fall and will include additional brands. These products provide price points that have not been consistently available for certified organic products.

The first sunscreen swap was successful with 400 customers exchanging their conventional products for sunscreen products that meet our product standards.

The Minnetonka sign is still 2-3 weeks out for replacement.

1. **ER Reporting Package Evaluation Process**

Ryan proposed an on-line tool for tracking individual board member comments related to the individual Executive Responsibilities reports. The roll-up document will be used at the time of the annual GM evaluation. Revisions to the tool were suggested. Ryan will make the changes and forward the new tool for our use. Board members will complete the form after each ER report presentation.

With the new reporting process, the Board needs to accept the reasonable interpretation for each ER. If the reasonable interpretation is not accepted, the policy will need to change.

1. **ER Reporting Package**

B3 Planning and Financial Budgeting

The policy was reviewed and discussed. We agreed the report is in compliance at thistime. No action required.

B11 Annual Business Plan

The policy was reviewed and discussed. Considerable overlap with policies B3 and B11 was noted.

Action: Dale will suggest language to combine Exec Responsibilities B3 & B11

**6. ER Reporting Package (continued)**

B10 Crisis Management & Emergency GM Succession Plan

The policy was reviewed. There is a written plan in place for emergent or urgent crisis situations affecting the organization. The GM has sufficiently familiarized the Senior Finance Manager with Board and GM issues and processes to enable her to take over with reasonable proficiency as an interim successor. The policy was found to be in compliance at this time.

1. **Update on Board Candidate Recruitment**

Discussed in announcements.

**8. Adjourn**

The meeting was adjourned at 8:02 pm for closed session to discuss legal matters.

Respectfully submitted,

Karyn Penn, Secretary

7/17/16