



**Minutes of Lakewinds Natural Foods Cooperative
d/b/a Lakewinds Food Co-op
Board of Directors Meeting
Monday, September 26, 2016**

Present:

Tim Reese (President)
Kari Broyles (Vice President)
Ryan Sweeney (Secretary/Treasurer)
Sarah Carroll
Karyn Penn
Naomi Sadighi
Nancy Twidwell
Raul Deep
Dale Woodbeck, General Manager

Absent:

Gretchen Enninga

Guests:

None

1. Call to Order

- Meeting was called to order by Tim Reese @: 6:30 P.M. CST.

2. Welcome to New Board Members and Introductions

3. Board Capabilities Update

- Identifies key competences of all board members

4. Background Information Session on Board Roles and Responsibilities

- Brief discussion on CDS training course
- Informational presentation on board governance rolls, fiduciary responsibilities, patronage dividend discretion, and General Manager oversight.

5. By-Laws Discussion: Article III, Section (1)

- Clarification of terminology with in the noted section. A “paid agent” doesn’t not include vendors or suppliers of the Co-op.

6. Election of Officers

- Discussion on combining the role of secretary and treasurer.

- The slate of board officers, consisting of Tim for President, Kari Broyles for Vice President, and Ryan Sweeney for the combined role of Secretary and Treasurer was put forward for a vote.
 - i. Nancy Tidwell moved to approve, the motion was seconded by Rahul Deep and was unanimously passed by the board.

7. Announcements

- Discussion regarding the success of the annual owners meeting held at Gale Woods Farm.
- Discussion about improved member voting turn out.
- Implementation of exit interviews for out going board members.

8. Code of Ethics

- All board members, both incoming and new agreed to and signed “Board Members’ Code of Ethics” form, which shall be kept on file.

9. Consent Agenda

- **August Member Applications and Repurchases**
- **August Board Meeting Minutes**
- Ryan Sweeney moved to approve, the motion was seconded by Sarah Carroll and was unanimously passed by the board.

10. Reports

- **GM Report & August Financials**
 - i. Dale Woodbeck presented the September General Manager report.
 1. Aggregated sales remain strong through the first two months of the fiscal year.
 2. 100 Lakewinds employees have signed up to participate in a meeting to further implement the “Five Promises” goals throughout the organization.
 3. Kids Food Fest was a great success this year and was well attended.
 4. The construction project on the Chanhassen store will begin the week of September 26th, and will be completed by the end of the October.

11. Executive Responsibilities Report B4 (Financial Condition and Activities)

- The General Manager reported that he and his staff are in compliance with the stated Executive Responsibility. The board deemed there is no need for corrective actions at this time.

12. Meeting Adjourned

- Time: 8:47pm