

Approved 5/16/2017

**Grain Train (GT) Natural Food Cooperative
Board of Directors April 18th, 2017 Meeting
Grain Train Business Office, 5:30 PM**

In attendance: Meagan Krzywosinski – President, Lynn Wolf – Vice President, David Heidtke – Treasurer, Mark Blaauw-Hara – Secretary, Hal Willens, Paula Welmers, Allie Greenleaf Maldonado, Jim Tisdell, Robert Struthers (Bob) - General Manager (GM), Liz Meeks – Support Services, George Robson - Owner

Absent: John Paul Westbrook (J.P.)

Time Keeper: Lynn

Secretary: Mark/Liz

Ends Statement: Grain Train Natural Food Cooperative exists so that our community is inspired to make well-informed healthy choices that support both people and planet.

Meeting called to order: (5:30 pm) Quorum determined

Preliminaries

Agenda Review – The topic ‘GMM Update’ will include a review of the Board Report and Treasurer’s Report.

Open Member Forum – George Robson, candidate for the Board, introduced himself.

General Business

Business Strategy Committee – Jim provided an update on the committee’s progress. The Business Strategy Committee is to meet and present a timeline at the May meeting. Allie resigned from the committee.

Open Discussion, Expansion – No updates. Bob will report back on his conversation with the architect in May.

GMM Update – The GMM agenda, Board Report, and Treasurer’s Report were presented for approval.

Grant of License from City of Petoskey – Meagan informed the Board that the Grain Train’s licensing agreement with the City of Petoskey has been updated.

Board Education:

Our Focus: Members or Customers – The Board Education committee asked the Board to consider whether our primary goal is to grow membership or to increase our customer base; Paula facilitated a discussion.

Consent Agenda

Approved unanimously: GM Monthly Report for April, Self-Monitoring Reports C: Global Governance and D: Global Board-Management Connection.

Approved unanimously with Allie abstaining: Draft Board Meeting Minutes from March

Closings

Next meeting is Tuesday May 16th, 2017 at 5:30 pm.

Next Meeting Topics:

- Business Strategy Committee timeline and open discussion
- Expansion open discussion and update from architect
- GMM recap
- Board Education: Primary Consumers and Trends – Bob
- GM Monitoring Report B1: Financial Conditions Q1
- Approve April Meeting Minutes – Liz
- Self-Monitoring Report C1: Governing Style – Paula
- GM Monthly Update – Bob

Motion to adjourn brought by Paula, seconded by Mark and **unanimously approved.**

7:24pm, meeting adjourned.

Parking Lot Topics

*Board Education: Retail Basics, Emerging Topics concerning the Grain Train, Co-op adaptation
Procedures Handbook Topics*

Discussion of Bylaw 5.2 (Powers and Duties), subsections n. and o. – Board positions on cooperative and environmental issues – future education topic?

Corporate Membership

Member Communication

Open Committees:

Education Committee

Provide the Board with education designed to enable the Board to better fulfill our responsibilities under the Bylaws, beginning December 9th, 2014 and ongoing. To be chaired initially by Paula with rotating committee membership.

Financial Oversight Committee

Develop audit evaluation procedures and review financial issues annually to recommend to the Board what form of financial review should occur each year. Beginning upon authorization and reauthorized annually. To be co-chaired by David and J.P. for the first year, with Allie as a member. Jim and Hal were added to the committee at the May 2016 meeting. Updates to be brought before the Board at least annually.

GM Compensation Committee

Recommend GM Compensation for 2016-17. Beginning June 2016 and ending upon Board acceptance of a GM compensation package for 2016-17. To be chaired by J. P. with Jim, Lynn, and Allie as members. Recommendation is to be brought to the Board at the August 2016 meeting.

GMM Committee

Plan and execute the GMM. Beginning January 18th 2017 and ending in April upon completion of the GMM. To be chaired by Meagan with Paula as a member. Updates to be brought to the Board on a monthly basis.

Business Strategy Committee

Develop the brand of the Grain Train. Beginning January 18th, 2017 and ending (?). To be chaired by Jim with Hal, Meagan, Mark and Bob as members. Updates to be brought to the Board on a monthly basis.

Outstanding Board Work Reminders

Bylaw clarifications:

Individual vs. household membership - patronage

Executive Committee Elections - Article 5, Section 6.1, Review and define 'election ties', etc.

Board Procedural Handbook section(s):

Board Members' behavior during Staff Meetings (AM)

Board Member Exit Interviews

January 2017: Restricted Funds Motion