

Approved 6/20/2017

**Grain Train (GT) Natural Food Cooperative
Board of Directors May 16th, 2017 Meeting
Grain Train Business Office, 5:30 PM**

In attendance: Meagan Krzywosinski – President, David Heidtke – Treasurer, Mark Blaauw-Hara – Secretary, Hal Willens, Paula Welmers, Allie Greenleaf Maldonado, John Paul Westbrook (J.P.), Jim Tisdell, Liz Meeks – Support Services, Kate Heady and Chris McCauley – Owners

Absent: Lynn Wolf – Vice President, Robert Struthers (Bob) - General Manager (GM)

Time Keeper: Meagan

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 – Ten minutes were added to the time allotted for the Business Strategy Committee Update in General Business.

Open Member Forum – Visiting owners Kate Heady and Chris McCauley spoke to encourage the Board to consider opening a store in Charlevoix and offered general feedback about the store.

General Business

Open Discussion, Expansion – Discussion.

General Membership Meeting (GMM) Closing Remarks – The Board briefly reviewed the meeting.

New Meeting Date – **“Move the Grain Train Board of Directors monthly meeting to the third Tuesday of each month from 6:00 until 8:00 pm.”** Motion brought by Paula, seconded by Jim and unanimously approved.

Business Strategy Committee – Jim provided an update on the committee’s progress and shared photos from his recent visit to Lucky’s Market and Oryana in Traverse City. Board Members are to complete the deconstructed mission statement questionnaire by Friday, May 26th. The combined Business Strategy/Education Committees will meet in the Grain Train Administrative office at 6:00 pm on Tuesday, May 30th, and will present a revised mission statement for the Board to review at the June Board Meeting.

Call for Candidates – All officers who were present expressed interest in continuing in their current roles and no new candidates were put forward. The election of officers will take place at the June Board Meeting.

Board Decisions:

GM Monitoring Report – Bob provided the report in advance. **“Accept GM Monitoring Report B1: Financial Conditions Q1.”** Motion brought by Meagan, seconded by David and unanimously approved.

Board Education:

Primary Consumers and Their Trends – Liz presented a module from Co+op U about Mid-Level Health and Wellness consumers.

Consent Agenda

Approved unanimously: Draft Board Meeting Minutes from April, Draft GMM Minutes, GM Monthly report for May, Self-Monitoring Report C1: Governing Style.

Closings

Next meeting is Tuesday June 20th, 2017 at 6:00 pm.

Next Meeting Topics:

- Business Strategy Committee – mission statement discussion
- Election of Officers
- Expansion open discussion and update from architect
- Member Communication – General Business
- Corporate Membership – General Business
- Board Education: What Makes the Co-op Successful? – Bob
- GM Monitoring Report A: Ends
- Approve May Meeting Minutes – Liz
- Self-Monitoring Report C2: The Board’s Job – Jim
- GM Monthly Update – Bob

Motion to adjourn brought by J. P., seconded by Allie and **unanimously approved.**

7:23pm, 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