

Approved 7/20/2016

**Grain Train (GT) Natural Food Cooperative  
Board of Directors June 15<sup>th</sup>, 2016 Meeting  
Grain Train Business Office, 5:30 PM**

**In attendance:** David Heidtke – Treasurer, Hal Willens – Secretary, Allie Greenleaf Maldonado, Paula Welmers, Lynn Wolf, Mark Blaauw-Hara, Robert Struthers (Bob) - General Manager (GM), Liz Meeks – Support Services

**Absent:** John Paul Westbrook (J.P.) – President, Meagan Krzywosinski – Vice President, Jim Tisdell

**Time Keeper:** David

**Secretary:** Hal

**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.

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**Meeting called to order:** (5:36 pm) Quorum determined

**Preliminaries**

**Agenda Review** – David reviewed the agenda. Meagan’s report on reviewing and revising General Membership Meeting (GMM) procedures was tabled due to her absence, along with a discussion of the GMM date. The Draft May Minutes were removed from the Consent Agenda.

**Open Member Forum** – No members were present.

**General Business**

**5/3 Bank Account Motion** – David moved to accept the Fifth-Third Bank Deposit Account Resolution as presented in the Board Packet [attached]. Seconded by Lynn and **unanimously approved.**

**Charter GM Compensation Committee** – David moved that the Board charter a GM Compensation Committee with J. P., Jim, and Lynn as members, to present ideas at the August meeting, with a decision to be made by the Board by October. Seconded by Paula and **unanimously approved.**

**Board Decisions**

**GM Monitoring Report A: Ends** – Bob provided the report in advance and the Board discussed. Allie moved to accept the report and Mark seconded the motion. **Unanimously approved.**

**Draft May Meeting Minutes** – Mark moved to accept the minutes with italicized additions regularized. Seconded by Lynn and **approved with Allie and Paula abstaining.**

David moved that going forward, only motions will be included in the minutes, with the Board deciding whether to table topics which require further discussion or add them to the Parking Lot. Paula seconded. **Tabled until the July Meeting.**

**Consent Agenda**

**Approved Unanimously:** GM Monthly report for June, Self-Monitoring Report C2: the Board’s Job.

**Board Education**

**Cooperative Trends** – Bob continued the presentation on current national cooperative trends and the Board discussed.

### **Closings**

#### **Review Decisions and Tasks**

David summarized the decisions made.

#### **Next Meeting Topics:**

- Review Policies
- Charter Retreat Committee/Expand Education Committee Charter
- Tabled minute-taking criteria decision
- Board Education: Boyne City after two years
- Approve June Meeting Minutes – Liz
- Self-Monitoring Report C3: Agenda Planning – Dave
- GM Monitoring Report B6: Staff- Bob
- GM Monthly Update – Bob

Hal moved to adjourn the meeting. Lynn seconded the motion. **Unanimously approved.**

**7:53 pm, meeting adjourned.**

## Parking Lot Topics

*Board Education: Retail Basics, Emerging Topics concerning the Grain Train*

*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*

### **Open Committees:**

#### **Education Committee**

Provide the Board with education designed to enable the Board to better fulfill our responsibilities under the Bylaws, beginning December 9<sup>th</sup>, 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.

#### **GMM Committee 2016**

Organize the GMM for 2016, beginning upon approval and ending upon successful completion of the GMM. To be chaired by Meagan with Lynn, Mark, JP, and owner Marita Hackl as committee members, with updates to be brought before the Board on a monthly basis.

#### **2016 Election Committee**

Meet Board Bylaw requirements for the Grain Train Board election in 2016. Committee is to be chaired by Allie with Meagan as a member and will end following submission of the Post-Election Report.

### **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