

Approved 8/15/2017

**Grain Train (GT) Natural Food Cooperative
Board of Directors June 20th, 2017 Meeting
Grain Train Business Office, 6:00 PM**

In attendance: Meagan Krzywosinski – President, Lynn Wolf – Vice President, David Heidtke – Treasurer, Hal Willens, John Paul Westbrook (J.P.), Jim Tisdell, Robert Struthers (Bob) - General Manager (GM), Liz Meeks – Support Services, Owners Kate Heady and Chris McCauley

Absent: Mark Blaauw-Hara – Secretary, Paula Welmers, Allie Greenleaf Maldonado

Time Keeper: Lynn

Secretary: 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: (6:00 pm) Quorum determined

Preliminaries

Agenda Review – Self-Monitoring Report C2: The Board’s Job was removed from the Consent Agenda and tabled until July; the GM Monthly Report was removed from the Consent Agenda and added to General Business.

Open Member Forum – Kate and Chris returned to discuss Charlevoix/East Jordan, social media.

General Business

Business Strategy Committee Report/Discussion – Jim presented the committee’s draft for a new mission statement and the Board discussed. Themes from the discussion included experience, community, and trust. The committee will bring a second draft to the July meeting.

Open Discussion, Expansion – Discussion

Elections for Officer Positions 2017-2018 – A confidential vote was conducted by paper ballot and all officer nominees were elected unanimously:

President – Meagan Krzywosinski

Vice President – Lynn Wolf

Treasurer – Dave Heidtke

Secretary – Mark Blaauw-Hara

GM Report – Bob provided the report in advance and the Board discussed. **“Accept GM report for June.”** Motion brought by Hal, seconded by Lynn and unanimously approved.

Board Decisions:

GM Monitoring Report – Bob provided the report in advance and the Board discussed. **“Accept GM Monitoring Report A: Ends.”** Motion brought by David, seconded by Hal and unanimously approved.

Board Education:

What Makes the Co-op Successful – Liz presented a video from Co+op U: “Competitive Landscape: What Co-ops Do to Thrive” and the Board discussed.

Consent Agenda

Approved unanimously: Draft Board Meeting Minutes from May.

Closings

Next meeting is Tuesday July 18th, 2017 at 6:00 pm.

Next Meeting Topics:

- Business Strategy Committee – mission statement discussion
- Expansion open discussion.
- Marketing Strategy
- Member Communication
- Corporate Membership
- Board Education: Competition and Changing Consumers– Bob
- GM Monitoring Report B6: Staff
- Approve June Meeting Minutes – Liz
- Self-Monitoring Report C2: The Board’s Job – Jim
- Self-Monitoring Report C3: Agenda Planning - Allie
- GM Monthly Update – Bob

Motion to adjourn brought by Hal, seconded by Lynn and **unanimously approved.**

8:04pm, 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