

MINUTES
QUINCY NATURAL FOODS CO-OP BOARD OF DIRECTORS
REGULAR MEETING

April 17, 2018

Time: 5:00 p.m. Meeting called to order by Kyle Merriam (last meeting as Board President)

Location: Quincy Natural Foods Co-op White House

Board members present: Kyle Merriam, Chris Anderson, Rachel Bauer, Jennifer Ready, Wayne Cartwright, Julie Hochrein. Newly seated: Gia Martynn

Board members absent:

Minutes taken by: Aimée Chudy

Also present: Andrea Wilson, GM

Welcome guests: Aaron Fisher, David Leland Hyde, Nance Reed

Open Forum/Announcements: This season's new farmers' market manager is Tom Kraus. QNF hired a new Admin/Accounting Assistant, Irene Kling, who will be taking the board support responsibilities back from the current HR Manager, Aimée Chudy. Irene will attend the May board meeting with Aimee for training.

Approval of April 17, 2018 Agenda:

Kyle motioned to approve, Rachel seconded. Add renewal of GM contract under Old Business. Agenda approved unanimously with change.

Approval of March 20, 2018 Minutes:

Kyle motioned to approve, Jennifer seconded. Approved unanimously with no changes.

Manager's Report:

The general manager's report for March 2018 was discussed. Andrea shared her experience at the recent spring meeting of NCG General Managers and other DRs (designated representatives). Kyle suggested all board members review the format of the manager's report and make suggested adjustments to provide needed information. The board accepted the report.

Old Business:

- **Capital Expenditures Schedule**

- Jennifer motioned to approve, Wayne seconded. There was a discussion about the proposed schedule. Approved unanimously.

- **GM Contract Renewal**

- Kyle motioned to approve, Julie seconded. Kyle proposed to renew Andrea's original six month GM contract (10/16/17 to 4/15/18) for another six months (4/16/18 to 10/15/18) with the same terms as the original six month contract, and a 12 month renewal option to commence on 10/16/18. Approved unanimously.

Committee Reports

- **Board Development:**
 - Met April 4th to count ballots.
- **Membership:**
 - Haven't met since last meeting. Working on annual meeting details. Next meeting is April 18 at 5:00 PM.
- **Finance:**
 - Hasn't met since last meeting. Meeting Wed. April 25th at 4:30 to review 2017 patronage dividends.
- **Policy:**
 - Hasn't met, nothing to report. All policies are uploaded to dropbox.
- **Executive:**
 - Met with Andrea on April 16th to discuss the GM contract renewal. Meeting scheduled for May 9th at 10:30 AM.
- **Strategic Plan (ad-hoc) committee**
 - Hasn't met since last meeting. Has finalized the committee's work to date on the strategic plan and shared with Andrea. No future meetings set.

New Business:

- **Seat New Board Members:**
 - Kyle motioned to seat newly elected board members Gia Martynn and Wayne Cartwright, Julie seconded. Approved unanimously, one abstention (Wayne).
- **Board Officer Elections:**
 - Board President: the board elected Julie Hochrein as new President of the Board.
 - Vice President: the board elected Jennifer Ready as new Vice-President of the Board.
 - Treasurer: the board elected Rachel Bauer as new Treasurer of the Board.
 - Secretary: the board elected Chris Anderson as new Secretary of the Board.
- **Appoint Committee Chairs:**
 - Julie as President is chair of the Executive committee.
 - Rachel as Treasurer is chair of the Finance committee.
 - Chris will be chair of the Board Development committee.
 - Wayne will be chair of the Membership committee.
 - Jennifer will be chair of the Policy Committee.
 - Wayne will be Farmers' Market liaison.

Committees were formed. Committee chairs need to email Marcie with meeting dates, and any date changes.

- **Board Retreat**
 - The board retreat is scheduled for May 18th, focusing on GM/Board relations and the strategic plan. University of Earth and other locations are being considered.
- **New Board Member Orientation**
 - Tentatively scheduled for 4:30 -6:30 May 8th.

Closing

Review Decisions/Tasks/Assignments:

- Review updated board calendar.
- Schedule Marcie/Shlee to present “vision of we” theme from the recent Coop Café event.
- Andrea will let the board know the next staff meeting date.
- Julie will write the next scoop article introducing Gia Martynn (due June 1.)

Review Board Calendar:

- The board calendar was reviewed.
- Remaining board meetings scheduled for May 15, June 19, July 17, Sept. 18, Oct. 16, Nov. 27th.

Adjourn Meeting:

Rachel motioned to adjourn the meeting, Wayne seconded. The meeting was adjourned at 6:30 PM

Closed Session: The Board appointed Susan Wilson to fill the vacant board seat for one year during closed session.

Note: The notetaker makes approved changes to the prior meeting’s minutes and forwards the final version to the Board Secretary and Member Services Coordinator. The Secretary posts the final minutes in the Board dropbox, and the Member Services Coordinator posts in the store and on the QNFC web site.