

## JUST LOCAL FOOD COOPERATIVE BOARD MEETING MINUTES

**Date: November 28, 2017**

**Place & Time of meeting: Artisan Forge Studio, 7:00 pm**

---

### **Call to order and check ins: 7:00 pm**

*Attending: Maria Bamonti (MB), Terry Meyer (TM), Fred Sklenar (FS), James Deutsch (JD), Rachel Hart Brinson (RHB), Ryan McKone (RM) and Matthew Cornetta (MC).*

### **Approval of agenda: 7:04-7:05pm**

*Motion to Approve (RHB 1<sup>st</sup> RM 2<sup>nd</sup>). Motion carries.*

### **Approval of previous minutes (October 24, 2016): 7:06-7:10**

*Motion to Approve (TM 1<sup>st</sup> RM 2<sup>nd</sup>). Motion carries.*

### **Approval of consent agenda: 7:11-7:13**

*Motion to Approve (TM 1<sup>st</sup> MC 2<sup>nd</sup>). Motion carries*

1. President's Report
2. Monitoring Report Summary

*A short discussion was had about using google survey in the future because of minor glitches with the current survey method.*

### **Time for customer/shareholder comment: 7:14-7:16**

*RHB commented favorably on the 7:30am opening time to begin on December 1.*

### **Agenda items: 7:17-9:00**

#### **Old business**

1. Owner Engagement Committee Report 7:17-7:22

*TM reports that committee letter is yet to go out because the committee wants to align the letter with the campaign for recruitment of new members. TM also announces the Toy*

*Train event on December 21 from 5:00pm to 8:00pm at the Chippewa Valley Museum for members only. MB suggests that owner engagement committee could take part in education activities and planning events. FS suggests perhaps a promotion of beer education/beer tasting and food pairings.*

2. Board Education Committee Report 7:23-7:24

*RHB reports that the committee has not met recently.*

3. E-mail article from the board 7:25-7:28

*The various board members agreed to take turns submitting e-mail articles for 2018. Jan (RM), Feb. (JD), Mar. (TM), Apr. (KS), May (RHB), June (FS), July (New bd. Member), Aug. (RM), Sep. (FS), Oct. (MC), Nov. (TM), Dec. (RHB).*

*RHB also suggests that an article on approval of updated ends statements may be a good idea and that board members send stories of work experience at JLF store to MC for compilation and submission. RHB will write Ends statement article.*

**New Business 7:29-8:43**

1. Board Budget (7:29-7:45)

- a. Consultation, board fundraising event, Holiday event, training, compensation

*FS presents his proposed 2018 board budget. RM explains that a board fundraising event may be helpful to defray some of the costs of the board budget. RHB raises concerns about spending board time planning an event. General consensus that it might be an idea to consider in future years. Proposed president compensation increase to pre-2016 levels considered appropriate.*

*Motion to Accept Budget without the \$1000 for the fundraising event (TM 1<sup>st</sup> MC 2<sup>nd</sup>). Motion carries.*

*A lengthy discussion was had on various line items in the budget including board education and consultant fees. The board also discussed the proportionality of the board budget to operating income of the entire organization. These discussions were then tabled.*

*Motion to Approve Budget (RM 1<sup>st</sup> JD 2<sup>nd</sup>) Motion carries.*

*FS will send Maria a cleaned up board budget document.*

2. Board Calendar (7:46-7:54)

- a. Maria's evaluation schedule

*RHB suggests amendment to prior evaluation schedule decided at the last meeting. A discussion is had about having evaluation in early Spring. FS suggested keeping financial compensation decisions and evaluation separate. General agreement that this makes sense and would allow us to follow the current evaluation schedule (evaluation in March.)*

3. B3: Asset Protection Monitoring Report 7:55-7:59

*RHB requests acceptance of monitoring report. RM suggests that the report may need revision for the new store.*

*Motion to accept monitoring report (JD 1<sup>st</sup>. FS 2<sup>nd</sup>). Motion carries.*

4. Management Report (Maria) 8:00-8:05

*Motion to accept management report (FS 1<sup>st</sup> MC 2<sup>nd</sup>). Motion carries.*

5. Policy C: Board Process Report (Rachel) 8:06-8:15

*Discussion on this report was tabled, as RHB was unable to complete report due to computer malfunction.*

6. Board Learning—Farm Market Needs (Jim Deutsch) 8:16-8:36

*JD presents Q&A session on farm needs. Small farms cannot play in the commodity market but still need stable pricing. Co-ops can be extension of small farms for education purposes.*

7. Future agenda items? 8:35-8:38

*RHB suggests putting Board e-mail protocol on a future agenda. Operational Definitions of Ends should also be a future agenda item.*

**Executive session: (8:39-9:00)**

1. Management Report (not public) 8:39-8:40

*No report.*

2. Expansion 8:41-9:00

a. Update

*There was a discussion of the proposed lease but those details would be left to MB.*

b. GM assistant/management support

*A discussion on a prospective assistant for MB during the expansion process was had. There was discussion on what the job description for this prospective employee would be. The Board requested that MB create a job description. MB expressed concern that it was premature for such a description because circumstances and events were changing and it was difficult to predict where and when and what needs would arise.*

*There was no formal motion on this issue of creating a job description report.*

Future Agenda Items:

1. Expansion
2. Board Learning
3. C stock campaign
3. Operational Definitions of Ends
4. 2018 Planning—Business Plan and Board Calendar
5. Board Succession plan