

# Bluff Country Co-op Board Meeting Minutes

Monday, November 2, 2015

5:30 pm – 8:00 pm

Faith Lutheran Church

Attendees: Dawn Schreiber, General Manager, Melissa Gordon

Board Members Present: Ellen Brand, Lynn Carlson, Rachel Kimman, Ann Lichliter, Aurea Osgood, Charlotte Roraff

Board Members Absent: Mary Kirk, Mollee Sheehan

TOPIC	DESCRIPTION	ACTION/OUTCOME		
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		Yay	Nay	Abstain
Task Review	<ul style="list-style-type: none"> <li>• All tasks were completed.</li> </ul>			
Approve Minutes of October Board Meeting	<ul style="list-style-type: none"> <li>• No changes.</li> <li>• Ellen motioned to approve the October board meeting minutes. Aurea seconded.</li> <li>•</li> </ul>	5	0	1
Approve Minutes of Closed October Board Meeting	<ul style="list-style-type: none"> <li>• No changes.</li> <li>• Charlotte motioned to approve the September board meeting minutes. Ellen seconded.</li> </ul>	5	0	1
GM Monthly Update	<ul style="list-style-type: none"> <li>• It was a busy month.</li> <li>• Training blitz went well.</li> <li>• The meeting with Development Cooperative went well. Our timeline for the expansion has been more solidified. We will be in a planning stage until June, when we will begin construction.</li> <li>• Dawn sent out requests for proposals to architect design firms as well as refrigeration firms. Proposals are due back Nov. 10, at which point Dawn will meet with the Development Cooperative again to decide who to interview.</li> <li>• Sales up 6.9% this quarter.</li> <li>• Lynn's guess on the weight of the pumpkin was way off.</li> </ul>			

GM Report b1 Financial Condition	<ul style="list-style-type: none"> <li>• Balance Sheet <ul style="list-style-type: none"> <li>○ Buying the building did not put us out of compliance.</li> <li>○ We expect to be out of compliance during the expansion, which is why we have different benchmarks during expansion.</li> </ul> </li> <li>• Profit/Loss <ul style="list-style-type: none"> <li>○ Last quarter was an amazing quarter. Even though we bought a building, we still netted \$30K more than the same quarter last year.</li> <li>○ This is the first quarter of the new fiscal year. We are seeing a positive result of the change because previously we paid for Christmas inventory before sold it.</li> </ul> </li> <li>• Ann motioned to approve the GM Report b1 Financial Condition. Lynn seconded.</li> </ul>	6	0	0
Board Monitoring Self-Evaluation	<ul style="list-style-type: none"> <li>• The board discussed the results of the evaluation, noting both areas where the board excels as well as areas for improvement.</li> </ul>			
Expansion Updates/NCG contract	<ul style="list-style-type: none"> <li>• Expansion Update: See notes on visit with Development Cooperative representatives in GM Monthly update.</li> <li>• Lynn motioned to authorize the co-op's DR (Designated Representative, which in BCC's case is General Manager Dawn Schreiber) to sign the full NCG agreement on behalf of the co-op. Charlotte seconded.</li> </ul>	6	0	0
Annual Meeting Updates/Refined Dividend Formula	<ul style="list-style-type: none"> <li>• We are returning \$12,438 to our owners</li> <li>• Dawn will get numbers from b1 update to Aurea for PowerPoint.</li> <li>• Directors will dress professionally and wear lanyards.</li> <li>• Those available should meet at 11:30AM to set up. All directors should try to get there by 4pm.</li> </ul>			
Capital Campaign Updates/Folding in Expansion Policy	<ul style="list-style-type: none"> <li>• We currently have 76 investors and \$305,000 invested.</li> <li>• Melissa will collect more accurate estimations of pledged numbers for AMM.</li> </ul>			
Rachel's reflections on CDS CBL 9/19; directors planning	<ul style="list-style-type: none"> <li>• Rachel's CBLD experience: It was exciting to meet people from other co-ops. Joel called out BCC for purchasing the building and beginning the expansion process.</li> <li>• Lynn and Ellen will be attending the Small But Strong conference on Sat. Nov. 7.</li> </ul>			

to attend Small but Strong 11/2				
Other committe e updates/ New Director Packets Ready?	<ul style="list-style-type: none"> <li>The need to create a structured onboarding process for new members was addressed. The Board Development Committee will do this.</li> </ul>			
Discuss Board Candidat es Identified	<ul style="list-style-type: none"> <li>John Chernega and Rachel Kimman have confirmed that they will be running.</li> </ul>			
Meeting Adjourne d	<ul style="list-style-type: none"> <li>Meeting adjourned at 8:07PM</li> </ul>			
CDS Contract Renewal	<ul style="list-style-type: none"> <li>On November 4, Rachel motioned via email to renew the CDS contract for 2016 with Joel Kopischke as our consultant. Ann seconded.</li> </ul>	8	0	0
Opportun ity Winona	<ul style="list-style-type: none"> <li>On Nov. 7, Aurea motioned via email to support the Opportunity Winona initiative and sign the letter. Lynn seconded.</li> </ul>	7	0	0

TASK	RESPONSIBLE PARTY
Add expansion policy to website.	Melissa Gordon
Send updated b1 report numbers and dividend numbers to Aurea for PowerPoint.	Dawn Schreiber
Update PowerPoint with: <ul style="list-style-type: none"> <li>b1 numbers</li> <li>dividend numbers</li> <li>“Don’t forget to cash checks” blurb</li> </ul>	Aurea Osgood
Plan initial onboarding session for new directors for early part of December. This should include: <ul style="list-style-type: none"> <li>Tour of store with Dawn</li> <li>Orientation of the following items by Lynn Carlson <ul style="list-style-type: none"> <li>Monitoring report</li> <li>Policy register/governance</li> <li>Financial report</li> <li>Google docs</li> </ul> </li> </ul>	Dawn Schreiber and Lynn Carlson

