



February 28, 2018

# Open Meeting Minutes

## **Attendance**

Board members present: Caitlin, Calvin, Jon, Patrick, Wannette, Zara

Board member absent: Kelli

Staff attending: Craig, Doug, Linda, Matt, Ryan, Tony

Owner(s) attending: Caroline Dieterle

## **Call to Order**

Open session meeting called to order 18:32 pm

## **Owner Open Forum**

Caroline made a pitch for selling bubble tea, which she says is very popular amongst younger people

## **Minutes Approval**

January 24, 2018 Regular Meeting Minutes

- Cal moved to approve amended minutes; Jon seconded; passed 6-0-0

## **401(k) Match Approval**

Cal made a motion to affirm the Board approved a 3% match to participants' 401k accounts for FY 2017; Patrick seconded; passed 6-0-0

## Updates & Committee Reports

### Finance Committee Report

- See Treasurer's Report
- January was a bad month, due to multiple issues, mostly the detrimental effects of lower revenue (due to competition)
- Staffing costs having a big impact; for example, holiday pay on January 1 when we were closed, followed by several days of bad weather that kept shoppers away
- An analyst told us that Johnson County is the most dynamic, over-saturated market they have seen
- We are trying to get a reliable market forecast for the next couple years to guide our planning

### Other Updates

- Library café project going well so far
- Investing in technology more this year
- Hired Doug Zilm to lead our POS (point of sales); he will work closely with Linda on ordering
- (Cal left at 7:00 pm)

### National Co-op Grocer (NCG) Project Approval

- In order to do innovative things to be more effective, Matt wants to work in tandem with NCG to experiment on new ways of doing things, such as with product mix and messaging
- NCG has created a Research & Development fund, and will partner with us
- Want to innovate in multiple ways and see what works
- 2-day planning session next week with NCG and NPC staff

- We are splitting a \$100,000 budget with NCG 50/50
- Need approval to sign an agreement with NCG where we would invest \$50,000
- NCG will be identifying external resources to assist in the work
- Looking at lots of options
- Zara moved to approve Matt's consulting arrangement with NCG; Patrick seconded; 5-0-1  
– Jon abstained since he works at NCG

## Annual Board Retreat Strategic Discussion

Agreement that we should have a retreat if we have a good purpose for it

### Options for retreat discussions:

- How we move the co-op forward
- What the board's role is in it
- What's our future, how do we get there?
- Policy Governance C & D Reports (compared to the B reports that Matt does): checks on board's execution of policy and our communication with the ownership as the custodians of the business
- How do we, as board members, function within our Governance framework?
- How do we make the C & D reports meaningful, as a product of the board's work?

### Options for people to include in the retreat:

- We renewed our contract with Mark that includes a retreat
- Maybe a different CBLD consultant for governance work
- Possibly someone from a successful grocery organization on the coast

## Board Calendar – Upcoming Events

- Next open board meeting: Wednesday, April 25, 2018 in Iowa City

- No meeting in March
- Need to start recruiting efforts soon for 2018 board election
- Matt will talk to the auditors about having an online poll available for board election

## Meeting Evaluation

- Good to hear about strategic efforts
- Good dialog and respectful exchange of ideas
- Efficient meeting; good
- Like that people seem to hear each other and value what each other has to say
- Appreciate that we think about things and read things ahead of time
- We need adequate time to read materials ahead of time

## Meeting Adjournment

Jon moved to adjourn; motion passed 5-0-0

Meeting adjourned at 20:00 pm