



January 24, 2018

# Open Meeting Minutes

## **Attendance**

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

Board member absent: Caitlin (vacation)

Staff attending: Craig, Linda, Tim

Owner(s) attending: None

## **Call to Order**

Open session meeting called to order 18:32 pm

## **Owner Open Forum**

N/A

## **Minutes Approval**

December 20, 2017 Regular Meeting Minutes

- Cal moved to approve minutes; Kelli seconded; passed 5-0-1

## **Executive Limitation Reports**

## **B1 Financials**

- Non-compliance on "2. Allow operations to generate an inadequate net income"

1. Driven by external competitive environment
  2. Higher margins due to operational efficiencies
- Putting our sights on longer-term to reach more solid ground
  - Zara moved to accept B1 report noting the item of non-compliance; Cal seconded
  - Motion passed 6-0-0

## B7 Board Communication

- Non-compliance on “7-1. Submit monitoring reports that are untimely or inaccurate, or that lack operational definitions and verifiable data directly related to each section of the policy.”
- Non-compliance on “7-2. Report in an untimely manner any actual or anticipated noncompliance with any Board policy, along with a plan for reaching compliance and a proposed schedule regarding follow-up reporting.”
- Cal moved to accept B7 report noting items 1 and 2 with non-compliance; Jon seconded by going into discussion
- Jon made a friendly amendment that we accept the report, subject to Matt’s modification of items 1 and 2 to show “non-compliance”, not “partial compliance”; Matt will redistribute the final copy to the board after the meeting; Cal agreed to the change
- Motion passed 6-0-0

## B8 Board Support

- Cal moved to accept B8 report; Patrick seconded
- Motion passed 6-0-0

## Updates & Committee Reports

### Finance Committee Report

- See Treasurer's Report
- The opening of Trader Joe's has had a negative impact on sales
- We are not losing or gaining a significant amount of money, but there is a decline in year over year sales in Johnson County

### Planning Committee Report

- Discussed what can be done to re-invest in Coralville, and introduce new ideas to be more competitive and have lower costs of operations
- Working with NCG (National Cooperative Grocers) resources to find new ways of going to market, and new approaches
- Need to discuss the charter of the Planning Committee to inform their work going forward
- A new Dakota site study being rescheduled (market research firm who did previous work), which will take into consideration the market changes since 2013

### Updates from Matt

- Coralville Public Library café to open in February
- NewBo Market approached us about running a small vendor stand, which we are considering if it can be done with low risk

### Annual Board Retreat: Preliminary Discussion

- Cal prefers to hold it prior to mid-June, and everyone agreed
- Kelli prefers not March, Cal unavailable early April
- Target late April or May

- Brainstorming our Goals for the Board Retreat:
  - A visioning exercise about our strategic direction
  - Possibly invite NCG people to talk about trends
  - How ideas from Planning Committee report tie in with existing strategic plan, and how we tie it all together
  - Kelli & Wannette went to CBLD training and were inspired to hold a values discussion to identify what we want to see happen
  - Role of board members
  - Check-in on policy governance: how is it going? Does anything need to change with our process?

## Review & Confirm Board Officer Nominations

- President: Caitlin
- Vice President: Jon
- Treasurer: Cal
- Secretary: Kelli

## Committee Assignments

### Finance

- Officers Required to be on Committee: Treasurer
- Committee Chair: Calvin
- Other Members: Wannette, Zara

### Governance

- Officers Required to be on Committee: Secretary
- Committee Chair: Kelli
- Other Members: Jon, Kelli, Patrick

## Management Relations

- Committee Chair: Caitlin
- Other Members: Caitlin, Kelli, Zara

## Owner Relations

- Committee Chair: Wannette
- Other Members: Cal, Patrick, Wannette

## Planning

- Officers Required to be on Committee: President & Vice President
- Committee Chair: Jon
- Other Members: Caitlin, Jon, Wannette

## Board Calendar – Upcoming Events

- Next open board meeting: Wednesday, February 28, 2018 in Iowa City
- We will be taking a group photo before the meeting, so show up around 6:00-6:10

## Meeting Evaluation

- Good meeting; a lot of good people; nice to have new people
- Good seeing the governance reports now that we are going through them a second time

Introduced Ryan Hall, the new IT manager, who will be introducing new data analytics, such as a streaming market study

## Meeting Adjournment

Cal moved to adjourn; motion passed 6-0-0

Meeting adjourned at 19:41 pm