

**Ozark Natural Foods
Board Meeting Minutes
April 26th, 2011**

Board Members Present: Cynthia Van Bebber, Linda Ralston, Garrett Brown, Tuesday Eastlack, Sue Graham, Colleen Pancake

Board Members Absent: Kathryn Scherer

Staff Members Present: Jerry Huddleston, Gary Cook

Owner(s) present: David Orr, Judy Combs

Owner Comments: David Orr introduced himself and expressed that he would like to be involved with the co-op. He gave a little of his background which included working with non-profits as a board member in the past.

Consent Agenda:

AOM Minutes

Tuesday moved to approve the AOM Minutes with clarification of bi-law voting (wording) as well as a date change from 2009 to 2010. Board approved unanimously.

Old Business

B-5 Communication and Counsel to the Board- Sue's comment was that she felt it would be helpful for management to include a brief synopsis of report since the report is so involved. She felt this would also be beneficial with the financial report. Garrett moved to accept B5 as presented and Tuesday Eastlack seconded the motion. The motion passed unanimously.

New Business

GM Update:

Jerry presented the GM Update which included information from the most recent Owner Appreciation Weekend. The most recent OAW had:

- ⊗ \$171,146 in sales which is 12.9% percent in growth.
- ⊗ Owners saved \$23,032 in discounts/savings
- ⊗ Special Orders were up 25% from 2010

B3 Financial Conditions

Gary briefly presented the B3 Financial Conditions report. He stated there are no real warning flags and sales growth is above the 5% goal. He explained debt to equity as well as net income. Cynthia asked about the shifting goals and Gary explained that is based of projects. Sue made a motion to accept the B3 Financial Condition report and Colleen seconded the motion. The board approved unanimously.

Natural Gas Generator Proposal

The board received the proposal with two different generator options. The board/staff discussed the pros of having a generator including the ability to run the store during power outages, the ability to save food from being spoiled and destroyed and to not lose money by losing product. The benefit of the Kohler generator has the capacity to run the entire store and can also be added onto in the future if needed. Gary stated the quote for the generator has expired and will alert the board if a new price is quoted that is significantly higher, perhaps 10%. Colleen made a motion to accept Kohler as the generator for the co-op to purchase. Tuesday seconded the motion and the board approved unanimously.

Terms for Board Members

The board discussed the options of term limits for the board and came to the following:

3 yr term: Colleen Pancake

3 yr term: Sue Graham

3 year term: Tuesday Eastlack

2 year term: Linda Rolston

2 year term: Kathryn Schere

1 year term: Cynthia Van Bebber

1 year term: Garrett Brown

Co-Op 101 Board Training Trip to San Diego

There are four open positions to travel to San Diego for board training. The board discussed and concluded that Sue, Garrett, Linda and Tuesday would attend the training.

Committees: The board discussed committees. Jerry said he had some information about the committees that were already established, which included a Linkage and a Perpetuation Committee. The board decided to make committee assignments at the next board meeting. Sue suggested forming a committee to review the by-laws and Policy Governance. Garrett and Colleen offered to work on it and Colleen suggested Jerry could be of assistance with the Policy Governance section. The board agreed and the committee was formed with Sue as chair and Garrett as Vice chair. Colleen brought up the idea to create a committee to organize the 40th Birthday of the co-op; her idea is to film a documentary. Jerry suggested she meet with Amber Secret to determine what is currently in the works for the anniversary.

Tour of the building: Board members scheduled a tour with Jerry.

Assigning Articles for the Newsletter: The remaining months of 2011 were assigned. See Summary for details

Meeting adjourned at 9:10 p.m.