

**Ozark Natural Foods
Board Meeting Minutes
October 25th 2011**

Board Members Present: Linda Ralston, Tuesday Eastlack, Sue Graham,
Colleen Pancake, Jim Roughton,

Board Members Absent: Garrett Brown, Kathryn Scherer (in at 7:40pm due to
personal emergency)

Staff Members Present: Alysen Land, Gary Cook, Jerry Huddleston

Owner(s) present: Nancy Starr, Amy Guerber, Flint Rictor, Melissa Terry

Owner Comments: Flint addressed the Board concerning the recent solar panels that went in. He voiced his concerns about the bidding process. He stated he has done events at ONF in the past and was surprised he was not contacted to bid the job. He stated he felt it was financial mismanagement not to get multiple bids, which may have meant the co-op was overcharged \$10,000. When he addressed the store he was told he was forgotten about but was told a year ago he could bid on jobs. He also stated that several owners have called the store inquiring about this and they were told misinformation concerning his company.

Melissa Terry also addressed the board. She felt a policy should be put in place when it comes to large financial decisions to ensure checks and balances are in place. She also asked the board to consider lowering the amount of money the general manager may spend without board approval.

The co-op sent an apology and Tuesday is going to dive further into this issue and follow up with Melissa.

Consent Agenda:

September Minutes

There were a few minor corrections to the minutes. Colleen moved to accept the minutes as amended with a second from Jim. The motion carried unanimously.

Nominating Committee: Garrett (chair) not present. This will carry over.

Old Business

Executive Session Minutes: Carried over to next meeting

New Business

GM Business Plan: Alysen presented the board with the co-op business plan. Sue commented that it did not look like the business plans commonly seen in business

organizations. Alysen explained that since it was for a co-op, they are structured differently. There were some questions regarding the financial aspect of the plan. Tuesday suggested the board meet with Gary to have a better understanding of the financial statements and how to read them. The board determined they will dive further into the business plan at the board retreat.

B.3 Financial Conditions: The board had questions about patronage refunds, net profit and other benchmarks on the report. Tuesday felt that the board needs a better understanding of the financial statements before they could comment on them. Sue questioned why prices cannot be lowered based on these numbers. The board also got clarification on audits. Alysen explained it is happening now. The CPA has to be there for inventory at the beginning of the year and then at the end of the year, so essentially it is in progress. AGENDA ITEM: CPA. Colleen moved to accept the report with a second from Linda. Motion carried unanimously.

Hiring a Board Attorney: Colleen clarified that Tracey Oats will be only assisting with the GM's contract. Colleen moved to hire Tracey Oats to draw up/finish contract for GM employment with a second from Jim. Motion carried unanimously.

AOM Weekend: Alysen said it went well. Linda stated she really enjoyed volunteering. As a side note, Linda reminded the board of the Italian dinner Nov 14th for potential board members.

Committee Meeting Times:

- Linkage: Nov 1st at 2:00pm
- Policy Review Committee: Nov 15th 11:30-1:00pm
- Nomination Committee: Deferred to Alexa. Colleen will be in attendance.

Recycling Center: Linda contacted Brian Pugh regarding the new recycling center for 3-7 plastics at the co-op. Brian was concerned because Boston Mountain District does not have a franchise agreement with the city and the recycling center is a violation of the franchise agreement. Alysen stated Boston Mountain District presented a proposal and assured management they had gone through the city. Alysen will call Brian to follow up.

Meeting adjourned at 7:55 p.m.