

**Board of Directors Meeting Minutes**  
**April 10, 2024 at 6:00 pm (In-person)**

**Present:** Laura Weiss, Margaret Gerard, Joseph Correa, Diane Krapf, Heidi Beierle, Tony Vernon, Erin Grant, Hopper, Jon Edholm, Josh Resnik

**Absent:** Randy Rydel

**Facilitator:** Holly O’Neil **Administrator:** Annabelle Wesley

Topic	Key points	Outcome
Welcome, introductions, check-in, guidelines meeting overview, agenda review		--
Consent Agenda: <ul style="list-style-type: none"> <li>• 3/13 Finance Minutes</li> <li>• 3/20 BOD Minutes</li> <li>• 4/2 BDC Minutes</li> <li>• Types of Topics in Meeting Agendas</li> <li>• Simplified Outline of Consensus Process</li> </ul>	<ul style="list-style-type: none"> <li>• The facilitator confirmed everyone had read the meeting packet.</li> </ul>	Approved by Consensus.
Board Chair Report	<ul style="list-style-type: none"> <li>• An abbreviated spring Board retreat will take place on May 1.</li> <li>• The new Marketing &amp; Outreach Manager, Lydia Cox, started recently.</li> <li>• The Board’s questions regarding the unionization will be answered shortly. The negotiation process has begun.</li> </ul>	
Review Interim General Manager Scope of Work	<ul style="list-style-type: none"> <li>• The Board reviewed and discussed the Interim General Manager’s scope of work.</li> <li>• Josh shared where he thinks he can provide assistance and value during the interim period. He is looking forward to working with Jon and giving him some relief.</li> </ul>	Josh Resnik has been hired as a co-Interim General Manager.
Proposal for 2024-2025 Co-op Officers and Committee Designations	<ul style="list-style-type: none"> <li>• <i>Co-op Officers: President – vacant, Vice-President and Treasurer – Jon Edholm, Secretary – Melissa Elkins</i></li> <li>• <i>Board Chair: Laura Weiss, Board Vice-Chair: Diane Krapf, Finance Chair: Randy Rydel</i></li> <li>• <i>Finance Committee: Randy Rydel, Laura Weiss, Tony Vernon</i></li> <li>• <i>Board Development Committee: Joseph Correa, Heidi Beierle, Diane Krapf</i></li> <li>• <i>Member Affairs Committee: Margaret Gerard, Erin Grant, Hopper</i></li> <li>• <i>Strategic Planning Committee: Heidi Beierle, Joseph Correa, Diane Krapf, Margaret Gerard</i></li> </ul>	Co-op officers – approved Board officers – approved Committee slate approved
Declaration of Any Potential Conflicts of Interest	<p>A potential conflict of interest was clarified as a director or someone in their household that would benefit economically from the Co-op. Any directors with potential conflicts of interest would recuse themselves when the corresponding conflicting topic comes up.</p> <ul style="list-style-type: none"> <li>• Joseph, Diane, Laura, Heidi - No potential conflicts of interest.</li> <li>• Erin – Works for a national food brokerage company with brands sold at the Co-op. Her role is not involved with product selection and the Board is not involved with operational decisions.</li> <li>• Hopper – Works at a local nonprofit</li> <li>• Margaret - A Co-op plant vendor but not above 25%</li> <li>• Tony - A Co-op staff member</li> </ul>	

	<ul style="list-style-type: none"> <li>Annabelle will confirm Randy's conflict of interests.</li> </ul>	
Annual Meeting Debrief	<ul style="list-style-type: none"> <li>The Board discussed the Annual Meeting noting the venue, food, attendance, and strategic plan input.</li> <li>The Board will look to spread outreach about the event to engage younger and newer members.</li> </ul>	
Executive Session: Forest Store and Associated Lots	<ul style="list-style-type: none"> <li>The Board moved into Executive Session at 7:00 pm.</li> <li>The Board discussed the forest store and associated lots.</li> </ul>	The proposal to move forward with the process of getting more information was approved.
Executive Session: GM Hiring	<ul style="list-style-type: none"> <li>The Board reviewed the GM job description and discussed the hiring process and compensation.</li> </ul>	The GM job description, Search Committee Charter, and salary range were approved.
Closing and Evaluation		
Adjourn	<ul style="list-style-type: none"> <li>Meeting adjourned at 8:00 pm</li> </ul>	

*These minutes have been approved by the Board of Directors.*