

## Bluff Country Co-op Board Meeting Minutes

Monday, January 9, 2023

6pm – 8pm

Community Room

Attendees: Krissy Rowland, General Manager; Alexa Shapiro, Administrative Assistant; Donna Kamann, Owner; Debi Niebuhr, Owner.

Board Members Present: Jennifer Sanborn; Pingping Zhang; Jenn Baechle; Brenna Curry; Kay Pedretti; Josh Datta; Ann Prochowicz; Aaron Perleberg; Lisa Lorisch

TOPIC	DESCRIPTION	ACTION/OUTCOME		
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		Yay	Nay	Abstain
Owner Member Forum	<ul style="list-style-type: none"> <li>● Discussed concerns from owners about the board’s fiscal responsibility. Looking at the fiscal debt to equity ratio in the 2022 AOM report - it looks like the equity was mislabeled as debt and vice versa. Owners expressed concern that the board is not providing enough fiscal oversight to the GM if they didn’t catch that error before releasing the report for the AOM. Owners also expressed concern about the November vote to provide 2% dividends to C-Share owners, saying they would prefer not to receive a dividend. The board explained the decision making behind the 2% dividends, and expressed that they currently have about \$120K in requests for C-Share redemption.</li> </ul>			
December Task Review	<ul style="list-style-type: none"> <li>● No tasks were carried over.</li> </ul>			
Review December Minutes	<ul style="list-style-type: none"> <li>● <b>Jenn</b> motioned to approve the minutes with the updated task review. <b>Kay</b> seconded.</li> </ul>	8	0	1
Committee Updates	<ul style="list-style-type: none"> <li>● <b>Finance:</b> This committee reviews financials on a quarterly basis, unless there are larger financial projects for the BOD. The committee will be focusing on how to utilize the funds received at the end of 22’.                             <ul style="list-style-type: none"> <li>○ <b>Update:</b> The committee met in January and are developing a plan for how to use the funds received at the end of 22. They’ll prepare a proposal to present to the BOD.</li> </ul> </li> <li>● <b>Owner Outreach:</b> This committee’s main focus for 2023 is hosting the AOM. They also will focus on owner engagement and awareness of the BOD.</li> <li>● <b>Food Access:</b> This committee’s focus for 2023 is raising additional funds for DUFB.</li> <li>● <b>Board Development Committee:</b> This committee does a variety of work including hosting the annual</li> </ul>			

	<p>board retreats, managing board terms and recruitment, as well as orientation for new board members.</p> <ul style="list-style-type: none"> <li>● <b>Community Fund Advisory Committee:</b> This committee selects the non-profit that will receive the community fund donation. This committee requires one board representative to be involved, but is otherwise volunteer led.</li> <li>● <b>2023 Committee Assignments:</b> <ul style="list-style-type: none"> <li>○ <b>Finance:</b> Brenna is the Chair. Members include Aaron, Pingping, Kay, Jennifer, Josh</li> <li>○ <b>Owner Outreach:</b> Jenn is the Chair. Members include Lisa and Ann</li> <li>○ <b>Food Access:</b> Jenn is the Chair. Members include Ann and Brenna</li> <li>○ <b>Board Development:</b> Kay is the Chair. Members include Lisa and Josh.</li> <li>○ <b>Community Fund Advisory Committee:</b> Jennifer</li> </ul> </li> </ul>			
<p>B5: Treatment of Customers</p>	<ul style="list-style-type: none"> <li>● <b>B5: Treatment of Customers</b> <ul style="list-style-type: none"> <li>○ Everything was in compliance for B5. There was an increase in shopper count from prior years. Reviews went up, but one went down possibly because of an admin report or the user deleting the review. The CX survey is a random survey that gets printed at the register for customers. Health inspections passed and there were zero customer accidents in 2022. The recall procedure and customer comments are available in the board packet folder.</li> <li>○ <b>Jenn</b> motions to approve B5. <b>Kay</b> seconds.</li> </ul> </li> </ul>	<p>9</p>	<p>0</p>	<p>0</p>
<p>GM Update</p>	<ul style="list-style-type: none"> <li>● <b>GM Update:</b> <ul style="list-style-type: none"> <li>○ There was a positive net income for December. BOGO deals started in December and went well and shoppers are asking for it again. It'll be on rotation. The commercial is still in progress. Donations for DUFB is over \$1,800 through Round Up at the Register. There's a new assistant kitchen manager. Staff received a \$50 bonus on their declining balance. Sales were down going into the holidays due to weather. An owner wanted to donate their dividends to DUFB, so Krissy will be including this as an option in the 2023 dividends letter next December.</li> <li>○ <b>Jennifer</b> motioned to approve the GM update. <b>Kay</b> seconded.</li> </ul> </li> </ul>	<p>9</p>	<p>0</p>	<p>0</p>

<b>Tasks</b>	<b>Responsible Party</b>
<ul style="list-style-type: none"><li>• Send Alexa your board bio</li><li>• Add new signers to the bank account</li><li>• Committee Chairs email your committees to set up meeting times, send the meeting dates/times to Alexa to add to the calendar</li></ul>	Ann Krissy, Jennifer and Josh Committee Chairs