

**Open Harvest Cooperative
Board of Directors Meeting Minutes
Wednesday, April 4, 2018
Mercy City Church, 1430 South Street, Lincoln, Nebraska**

Present: **Board Directors:** Megan Jackson (Board Chair), Matt Pirog (Vice Chair), Rosina Paolini (Secretary), Ross Brockley, John Christensen, Tanika Cooper, Mary Hansen, Brandé Payne. **Staff Members:** Amy Tabor (General Manager), Paula Shafer (Board Administrative Assistant). **Member-Owners:** Brian Furby (also staff member).

Absent: None.

6:01 PM **Welcome, Introductions, Announcements:** The Chair called the meeting to order and welcomed Directors and staff.

6:01 PM **Approval of February and March Meeting Minutes and April Agenda:** The Chair requested approval of:

- February meeting minutes tabled from March,
- March meeting minutes with a minor change, and
- April agenda.

Consensus Items: The Board approved the February and March meeting minutes with noted changes and the April meeting agenda.

6:03 PM **Reserved Member-Owner Comments:** None.

6:03 PM **Requests for Refund of Owner Equity:** The Chair requested approval of two equity requests for return of owner equity that were available to the Board electronically prior to the meeting.

Consensus Item: The Board approved the equity forfeitures.

6:08 PM **General Manager (GM) Monthly Report:** The GM discussed the monthly report which was available to the Board electronically prior to the meeting.

GM Monitoring Reports L3 and L6: The GM discussed the L3 and L6 reports which were available to the Board electronically prior to the meeting.

GM Non-compliance L6, L1, and L5 Report: The GM discussed the non-compliance monitoring report which was available electronically to the Board prior to the meeting. The Board discussed and agreed that L1 and L5 will continue to be monitored monthly.

The Chair requested receipt of the Monthly Report and the Non-Compliance L6, L1, and L5 Report and approval of Monitoring Reports for L3 and L6.

Consensus Item: The Board accepted receipt of the Monthly Report and the Non-Compliance L6, L1, and L5 Report, and approved the L3 and L6 Monitoring Reports.

The Chair reminded directors to review all reports available in the Board Packet and to submit questions to the GM, if any, prior to meeting to streamline discussion.

6:56 PM Annual Board Priorities: Review and plan goals/priorities from Board Retreat: The Chair led a brainstorming session to prioritize the goals developed during the Board Retreat.

7:19 PM Board Monitoring of Ms: Board-GM Relationship Scenario Activity: The Board discussed three fictional scenarios to review the application of the M policies.

Appoint Directors to review Ms for revision: Directors were divided into teams of two and assigned one M policy each to review. Any recommended changes will be documented for discussion at the next Board meeting.

8:00 PM Finance Committee: The Committee Chair discussed the report which was available to the Board electronically prior to the meeting.

8:01 PM Board Operations: The Committee Chair discussed the report which was available to the Board electronically prior to the meeting.

The Board will develop a Minutes Field Guide for discussion at the May meeting.

The City Planning Committee has not asked the Board for any information regarding its approach to resolving the Liquor License for Open Harvest prior to the City Council vote on May 14.

The Chair will be contacting candidates to fill the vacant Board seat in the next few weeks.

8:14 PM GM Review Committee: Approve Committee Charter: The Committee Chair discussed the charter which was available to the Board electronically prior to the meeting.

The Chair asked the Board for approval of the GM Review Committee Charter.

Consensus item: The Board approved the GM Review Charter with one abstention.

8:15 PM **Member Owner Engagement/Election Committee:** The Committee Chair discussed the report which was available to the Board electronically prior to the meeting.

8:17 PM **Guest Member-Owner Comments:** None.

8:17 PM **Review Action Items:** The Board reviewed and identified the list of completed, continued and new Action Items. The Board also agreed to work on a process to share highlights from Board meetings with Member-Owners; each Director contributed one topic from the evening’s meeting, which will be compiled, edited, and shared.

8:30 PM **Adjourn**