

**Open Harvest Cooperative  
Board of Directors Meeting Minutes  
Wednesday, December 4th, 2019  
The Foundry, 211 N 14th St., Lincoln, Nebraska**

**Present:** **Board Directors:** Megan Jackson (Board Chair), Matt Pirog (Vice Chair), Rosina Paolini (Secretary), Lori Ashmore, Margaret Milligan, Wally Graeber, Aaron Druery, Corey Rumann; **Staff Members:** Amy Tabor (General Manager), Amy Gerdes (Board Administrative Assistant); **Guests/Member-Owners:** None

**Absent:** Jen Burianek

**6:02 pm** **Welcome, Introductions and Announcements:** The Vice Chair called the meeting to order and welcomed directors, staff, and guests to the board meeting. Directors opened the meeting by discussing the question “How do you use and shop the co-op?”.

**6:18 pm** **Appoint Director to Write Monthly Board Reflection:** A Director volunteered to write the monthly board reflection.

**6:20 pm** **Installment of New Directors:** The Board installed new Directors and received a copy of the G5 policies on Directors’ Code of Conduct to sign. Directors stated and disclosed potential conflicts of interest for the record. These include: Matt Pirog has sold product to Open Harvest as a vendor and is an employee of another vendor (Community Crops); Rosina Paolini has received donations from Open Harvest for events that she volunteers for such as Run for the Bridges; Margaret Milligan has worked for Robinette Farms, an Open Harvest vendor, and Buy Fresh Buy Local; Lori Ashmore owns Eagle Printing & Sign; Wally Graeber serves on the Southern Heights Food Forest steering committee; and Megan Jackson is an employee of the Nebraska Recycling Council, an organization that Open Harvest is a due-paying member of.

**Consensus Item:** The Board holds no concerns and voted to install new Directors.

**6:24 pm** **December Agenda and November Minutes:** The Vice Chair requested approval of the November Minutes and the December Agenda.

**Consensus Items:** The Board approved the December Agenda and the November Minutes.

- 6:25 pm**      **Reserved Member-Owner Comments:** None requested
- 6:25 pm**      **General Manager Reports:** Reports were made available to the board prior to the meeting. The GM Monthly Report and compliance progress plan for L1.1 and L1.2 was presented with no changes.
- The Monitoring Report on Global Ends was available to the Board prior to the meeting and presented by the GM. Directors discussed the report and accepted the GM's assertion of compliance on all parts of the policy.
- Consensus Items:** The Board accepted receipt of the Monthly GM Report and the Compliance Report on L1.1 and L1.2, and approved as compliant the Global Ends Monitoring Report.
- 6:52 pm**      **Policy Revision/Review:** Directors discussed their progress reviewing L5, L1, the G's, and the Ends. Directors volunteered to review the Ends and clarified what the G policies are used for.
- 6:57 pm**      **Strategic Conversation:** Directors discussed the two market study proposals as they relate to potential expansion opportunities.
- 7:45 pm**      **Election of Board Officers:** Nominations were given to and accepted by Megan Jackson for Chair, Matt Pirog for Vice Chair and Wally Graeber for Secretary. No other nominations were given, and the Board unanimously approved the Board Officers.
- Consensus Item:** Directors hold no concerns and elected the officers.
- 7:47 pm**      **Board Operations Committee Report:** The Committee gave a verbal report on projects they are working on and discussed their call with Columinate.
- 7:54 pm**      **Finance Committee:** The Committee gave a verbal report on projects they are working on, discussed the FinMoo, and reviewed the Board budget.
- 8:00 pm**      **Review Action Items and Meeting Reflections:** The Board discussed Action Items and shared reflections on the meeting.
- 8:12 pm**      **Guest Member-Owner Comments:** None.
- 8:12 pm**      **Adjourn**