

**Open Harvest Cooperative**  
**Board of Directors Meeting Minutes**  
**Wednesday, January 2nd, 2019**  
**Mercy City Church, 1430 South Street, Lincoln, Nebraska**

**Present:**     **Board Directors:** Megan Jackson (Board Chair), Matt Pirog (Vice Chair), Rosina Paolini (Board Secretary), Ross Brockley, Aaron Druery, Jen Burianek, Sally Hillis, Corey Rumann, Skylar Mosby; **Staff Members:** Amy Tabor(General Manager), Amy Gerdes (Board Administrative Assistant), Emily Brede(Produce Manager);  
**Member-Owners:** None

**Absent:**       None.

**6:04 pm**     **Welcome, Introductions and Announcements:** The Chair called the meeting to order and welcomed Directors, Staff, and Member-Owners to the Board meeting.

**6:09 pm**     **January Agenda and December Minutes:** The Chair requested approval of the December Minutes and the January Agenda.

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

**6:10 pm**     **Reserved Member-Owner Comments:** None requested

**6:10 pm**     **General Manager Reports:** The GM Monthly Report and Compliance Monitoring Report for L1.2, L1.5, and L4 were available to the Board prior to the meeting and presented with no changes. The GM shared highlights from the report and the Board had no concerns about the progress made with the compliance plans.

The Monitoring Report: L9 Emergency General Manager Succession report was available to the Board prior to the meeting and presented by the GM. Emily Brede was introduced to the Board as the interim designated general manager (DGM). The monitoring report was discussed, and the Board held no concerns with the GM's assertion of compliance.

The Chair requested that the Board acknowledge receipt of the Monthly GM Report, the Compliance Monitoring Report, and to approve the L9 Monitoring Report.

**Consensus Items:** The Board accepted receipt of the reports and approved as compliant the L9 Monitoring Report.

- 6:42pm**      **L9 Policy Review:** Two Directors volunteered to review L9 for possible revision.
- 6:43pm**      **Approve Additional Capital Campaign Budget:** A Financial Projection Scenario report was available to the Board prior to the meeting and presented with no changes. The Board discussed the report, savings plan, and proposal to increase the budget from the previously approved amount of \$170,000 to \$200,000. The Board held no concerns with approving the additional capital campaign budget.
- Consensus Items:** The Board approved a \$200,000 Capital Campaign.
- 7:13 pm**      **Policy Revisions for L4.2, L4.4, & G5.7:** The policy revisions for L4.2, L4.4, and G5.7 were available to the Board prior to the meeting. Directors discussed the revisions proposed, and held no concerns for approving all changes.
- Consensus Items:** The Board approved policy revisions in L4.2, L4.4, and G5.7.
- 7:14 pm**      **Policy Governance Training:** Directors reflected on potential governance scenarios to practice interpreting, using, and applying existing Board policies. Reflection discussion highlighted communication expectations and utilized additional real examples.
- 8:04 pm**      **Capital Campaign Committee:** The committee gave a verbal report on activities they are working on, and clarified plans for their next meeting.
- 8:17 pm**      **Board Operations Committee Report:** The committee report was available to the Board prior to the meeting and presented with no changes.
- 8:28 pm**      **Review Action Items and Meeting Reflections:** The Board discussed Action Items, and shared reflections on the meeting.
- 8:40 pm**      **Guest Member-Owner Comments:** None
- 8:40 pm**      **Adjourn**