

Open Harvest Cooperative
Board of Directors Meeting Minutes
Monday, March 4th, 2019
Mercy City Church, 1430 South Street, Lincoln, Nebraska

Present: **Board Directors:** Megan Jackson (Board Chair), Matt Pirog (Vice Chair), Ross Brockley, Jen Burianek, Sally Hillis, Corey Rumann; **Staff Members:** Amy Tabor (General Manager), Amy Gerdes (Board Administrative Assistant);
Member-Owners: None

Absent: Rosina Paolini (Secretary), Skylar Mosby, Aaron Druery

6:06 pm **Welcome, Introductions and Announcements:** The Vice Chair called the meeting to order and welcomed Directors and Staff to the board meeting.

6:13 pm **March Agenda and February Minutes:** The Vice Chair requested approval of the February Minutes and the March Agenda.

Consensus Items: The Board approved the March Agenda and the February Minutes.

6:14 pm **Reserved Member-Owner Comments:** None requested

6:14 pm **General Manager Reports:** The GM Monthly Report and Compliance Monitoring Report for L1.1, L1.4, L1.5 and L4 Global 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.

Monitoring Report: L3 Asset Protection was available to the Board prior to the meeting and presented by the GM with no changes. The GM summarized additions and updates that were made to reporting on L3, and asserted compliance, with no concerns from the Board.

The Vice Chair requested that the Board acknowledge receipt of the Monthly GM Report, the Compliance Monitoring Report, and to approve the L3 Asset Protection Report.

Consensus Items: The Board accepted receipt of the reports and approved as compliant the L3 Monitoring Report.

6:47 pm **Appoint Directors to review L3:** Directors volunteered to review L3 and discussed specific points of the policy to address during their review.

- 6:51 pm** **Planning for Board Retreat:** Vice Chair presented plans for the Board retreat and set expectations for preparations to be made by Directors.
- 6:54 pm** **Strategic Conversation: NCG Trends Report:** Directors examined the 2018 NCG Trends Report prior to meeting and presented their summaries and analysis.
- 7:44pm** **GM Review Planning:** The Chair summarized the GM review and contract renewal process. Directors set a date to review and discuss the GM contract submission, and volunteered to be on the review committee.
- 7:50 pm** **Planning to Monitor M's:** The Board discussed options and made a plan for monitoring the M Policies on Board-GM relationship for April.
- 7:56 pm** **Capital Campaign Committee Report:** The committee report was available to the Board prior to the meeting and presented with no changes.
- 8:01 pm** **Board Operations Committee Report:** The committee report was available to the Board prior to the meeting and presented with no changes.
- 8:05 pm** **L1 and L9 Policy Revision:** An L1 Policy Revision Report was available to the Board prior to the meeting, and proposed changes to L1 global that align with language used for executive limitations. The Board had no concerns about the changes submitted.
- An L9 Policy Revision Report was available to the Board prior to the meeting. The Board discussed the L9 policy revisions with focus on the potential need for a larger chain of succession. Directors specifically discussed L9.1 and L9.2, the need to be informed of plan changes, and suggested revision edits. The Chair tabled the L9 policy approval for further revision.
- Consensus Item:** The Board approved policy revisions to L1.
- 8:25 pm** **Review Action Items and Meeting Reflections:** The Board discussed Action Items, and shared reflections on the meeting.
- 8:38 pm** **Guest Member-Owner Comments:** None
- 8:38 pm** **Adjourn**