

**Open Harvest Cooperative
Board of Directors Meeting Minutes
Wednesday, March 1st, 2023
Zoom Online Meeting**

Present:	<p>Board Directors: Carla McCullough (Chair), Anna Hernoud (Vice Chair), Shah Uddin, Jarvis Green, Sara Brubacher, Amanda McKay, Kay Walter & Keith Dubas Staff Members: Amy Tabor (GM) Absent: N/A Guests/Member-Owners: Paula Gilbertson</p>
6:07 pm	<p>Welcome, reading of our land acknowledgement: The Board Chair called the meeting to order, welcomed Directors, and Staff. A Director read the new Land Acknowledgement.</p>
6:08 pm	<p>Guest-Owner Reserved Comments: None.</p>
6:12 pm	<p>CONSENSUS ITEMS:</p> <ol style="list-style-type: none"> 1. February Minutes 2. March Agenda 3. Equity Redemption Request <p>The Chair asked for approval of the February Minutes and March agenda. The Board unanimously approved them all with no concerns.</p> <p>The Chair asked for approval of the equity redemption request from a member owner. The board discussed and unanimously approved with no concerns.</p>
6:20 pm	<p>General Manager Reports. GM presented the:</p> <ol style="list-style-type: none"> 1. Board Financial Dashboard 2. Monthly Ownership Report 3. Compliance, Promotions & Store Goals 4. Relocation Update <p>CONSENSUS ITEMS:</p> <ol style="list-style-type: none"> 1. L1 - Financial Condition <p>GM shared highlights that included January financial performance, SEED program round ups, membership renewals, donation requests, staff training, and upcoming events in March. In the Relocation Update, the GM shared that the first wire transfer for the final half of the equipment was submitted, quotes were received from Marick and Hussman for refrigeration installation, bids were gathered on IT systems-phone and security as well as internet and phones, construction documents</p>

	<p>were submitted to Speedway for approval The GM also reported receiving the first draw from the Shared Capital Loan other project updates. The Board discussed reports and asked questions.</p> <p>The Chair asked for acceptance of the GM reports and approval of the L1 - Financial Condition monitoring report. The Board unanimously accepted the GM reports and approved the L1 report with no concerns.</p>
7:00 pm	<p>NCG 2022 Trends Report Paula Gilbertson led a discussion on the 2022 NCG Trends Report and shared comments and highlights related to national competitors, customer shopping trends, performance, demographics, and different omnichannels. Board members were encouraged to review the 2nd half of the report and bring an observation and questions to the next board meeting.</p>
7:30 pm	<p>Committee Reports.</p> <p>Board Ops Committee: The Committee met with board consultant Leslie Watson. The Committee finalized the March agenda, finalized board retreats, and discussed implementing a guest member protocol. The Board was presented with a proposal of changing verbage to be gender neutral in the bylaws.</p> <p>DEI Committee: The Committee met in person and is working on going through the bylaws and making the edit suggestions. The next meeting is scheduled for March 18th, in-person at Pour Craft Beer & Spirits.</p> <p>Capital Campaign Committee: The Committee highlighted investment progress, an overview of the start of Phase 3, and meetings with potential investors/sponsors. The Committee is requesting all Board Members to be actively involved in this final campaign phase.</p>
7:45 pm	<p>Board Retreat Planning. The Annual Board Retreat is planned for March 4th from 8:30 am-4:30 pm at the Jayne Snyder Trail Center. The Chair reminded the Board of the reading assignments and show and tell.</p>
7:54 pm	<p>Feedback. Closing discussion.</p>
8:00 pm	<p>Board Chair adjourned meeting.</p>

