

**Open Harvest Cooperative**  
**DRAFT Board of Directors Meeting Minutes**  
**Wednesday, May 6th, 2020**  
**Remote meeting via Zoom**

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

**Absent:**     Jen Burianek

**6:02 pm**     **Welcome, Introductions and One-Minute Opening Question:** The Chair called the meeting to order and welcomed Directors, Staff, and Member-Owners to the Board Meeting. Directors discussed the opening question ‘How are you feeling about your current Board contributions and work?’

**6:22 pm**     **May Agenda and April Minutes:** The Chair requested approval of the May Agenda, and postponed the approval of the April Minutes to the June meeting.

**Consensus Items:** The Board approved the May Agenda and postponement of April Minutes.

**6:24 pm**     **Appoint Director to Write Monthly Board Reflection:** A Director volunteered to write the monthly Board reflection.

**6:24 pm**     **General Manager Reports:** The GM Monthly Report was available to the Board prior to the meeting. The GM discussed their plans to attend upcoming trainings concerning managing finances during and after the pandemic, and Co-op financials in general. The GM reported on the plan to keep store hours reduced until the end of May. Directors discussed having a Board Member present for the purpose of coop planning documentation.

The Monitoring Report for L1: Financial Conditions and activities was available prior to the meeting and presented with notes on the action plans. The GM noted that the financial quarter correlates heavily with the time spent living in pandemic. The Chair requested an update report from the GM concerning the loan including its review of use by the end of May.

The GM asserted compliance on all parts of the policy except for L1.1, L1.4, and L1.5.

The Chair requested that the Board acknowledge receipt of the Monthly GM Report, the Compliance Progress Report, and approve the L1 Financial Conditions and Activities report.

**Consensus Items:** The Board accepted receipt of the reports and approved the L1 Financial Conditions and Activities report.

**7:04 pm**      **Policy Revision/Review:** Directors discussed their progress reviewing L5, L6, the G's and their L1 revision report. Directors discussed the revisions to the L1 report.

**Consensus Item:** The Board holds no concerns and approved the L1 revisions

**7:10 pm**      **Follow up from Board Retreat - Timeline, Next Steps, and Priorities:** Directors discussed their recent Board Retreat with focus on the steps for digesting and taking action on the material presented at the retreat. The GM discussed forward movement regarding expansion in the midst of pandemic.

**7:26 pm**      **Board Budget & Calendar:** The Chair postponed review of the Board Budget and Calendar.

**7:27 pm**      **Co-op Inclusion Working Group Report:** The report was available to the Board prior to the meeting and discussed with focus on the support the committee needs from Board members. The Committee discussed the drafted timeline for Diversity Equity and Inclusion at the Co-op. The Committee requested consensus on the items listed on the report. The committee discussed their action plan and response timeline.

**Consensus Items:** The Board holds no concerns and is in alignment moving forward with the Co-op Inclusion Working Group action plan and comment response.

**7:59 pm**      **Board Operations Committee Report:** The report was available to the Board prior to the meeting and discussed with focus on creating the Relocation Committee. The Chair proposed postponing the business plan presentation to September.

**Consensus Item:** The Board holds no concerns and postponed the business plan presentation to the September meeting.

**8:00 pm**      **Finance Committee Report:** The report was available to the Board prior to the meeting and discussed. Directors discussed the plan for the GM to present a 6

month budget in July. The Chair acknowledged receipt of the report documenting the federal program loan approval process.

**8:07 pm**      **Board Election Committee:** The Chair postponed this discussion item to a future meeting.

**8:27 pm**      **Review Action Items and Meeting Reflections:** The Board discussed Action Items, and shared reflections on the meeting.

**8:00 pm**      **Adjourn to Executive Session for GM Evaluation Discussion:** The Chair postponed the GM evaluation to June based on the need to establish a better qualitative and quantitative process of evaluation.

**8:31 pm**      **Adjourn**