

**Open Harvest Cooperative  
Board of Directors Meeting Minutes  
Wednesday, November 2nd, 2022  
Zoom Online Meeting**

<b>Present:</b>	<p><b>Board Directors:</b> Carla McCullough (Chair), Anna Hernoud (Vice Chair), Shah Uddin (Secretary), Amanda McKay, Kay Walter, Keith Dubas  <b>Staff Members:</b> Amy Tabor (GM), Margot Conrad, Jonathan Sands  <b>Absent:</b> Chris Morton, Jarvis Green  <b>Guests/Member-Owners:</b> None</p>
6:02 pm	<p><b>Welcome, reading of our land acknowledgement, and review action items:</b> Board Chair called the meeting to order, welcomed Directors, and Staff, and read Land Acknowledgement.</p>
6:03 pm	<p><b>Guest-Owner Reserved Comments:</b> None.</p>
6:04 pm	<p><b>CONSENSUS ITEMS:</b></p> <ol style="list-style-type: none"> <li>1. <b>October Minutes</b></li> <li>2. <b>October Executive Session Minutes</b></li> <li>3. <b>November Agenda</b></li> </ol> <p>The Board Chair asked for approval of the <b>October Minutes, October Executive Session Minutes, and November agenda. The Board unanimously approved them all: NO CONCERNS.</b></p>
6:05 pm	<p><b>CONSENSUS ITEM: General Manager Reports.</b> GM presented the Board Financial Dashboard, Monthly Ownership Report, Compliance, Promotions &amp; Store Goals, and L1 - Financial Conditions &amp; Activities (FYQ1)</p> <p>GM asserted compliance with all parts of the policy, with the exception of L.1.1, L1.2, and L1.5 and acknowledged that action plans have been submitted.</p> <p><b>The Board Chair asked for acceptance of the non-compliant L1 report with action plans for L1.1, L1.2, and L1.5. The Board unanimously accepted L1 and action plans: NO CONCERNS.</b></p>
6:35 pm	<p><b>Executive Session.</b> Relocation and Financing</p>

<p>6:45 pm</p>	<p><b>CONSENSUS ITEM: Determine Patronage Dividends.</b></p> <p>The Board Chair discussed the application of patronage dividends. GM shared highlights from the submitted report.</p> <p><b>The Board Chair asked for accepting GM recommendation to not issue patronage dividends. The Board unanimously accepted GM recommendation to not issue patronage dividends: NO CONCERNS.</b></p>
<p>6:48 pm</p>	<p><b>Committee Reports.</b></p> <p><b>Board Ops Committee:</b> Committee met on October 18th and worked on finalizing the draft agenda, strategized future agenda topics, and discussed planning for board retreat.</p> <p><b>DEI Committee:</b> Committee did not meet in October, but work is ongoing for re-doing Land Acknowledgement, and committee members are making progress through the workbook “Do the Work”.</p> <p><b>Owner Investment Campaign Committee:</b> “Connectors” group met with Union Bank, and discussed their 2023 application process for funding a relocation sponsorship (donation). \$25k investment match ended November 1st, and was successfully reached. Second \$25k investment match starts November 3rd, and runs through November 10th. Goal remains \$1M in Owner Investments by 12/31. Campaign Coordinator has announced a departure at the end of Phase II on 12/2. Certified Piedmontese is matching dollar for dollar for co-op sales of 100% Grass Finished line of products through the end of the year.</p> <p><b>Annual Board Election Committee:</b> Uncontested election with 2 candidates. Five 2023 SEED recipients have been chosen by community choice; the remaining five will be selected by the staff-led Harv-Aid Committee</p> <p><b>Annual Meeting Committee:</b> RSVPs are around 105 for the Sunday, November 6th Annual Meeting that is from 5 PM - 7 PM. Set up will begin around 4 PM.</p>
<p>7:14 pm</p>	<p><b>Feedback.</b> Closing Discussion. Board reflection assignment will be sent via email.</p>
<p>7:15 pm</p>	<p><b>Board Chair adjourned meeting.</b></p>