

**Open Harvest Cooperative  
Board of Directors Meeting Minutes  
Wednesday, November 6th, 2024  
6:30-8:30pm, Teams Meeting**

<b>Present:</b>	<p><b>Board Directors:</b> Carla Dittman (Chair), Anna Hernoud (Vice Chair), Sara Brubacher (Secretary), Kay Walter, Jarvis Green, Keith Dubas  <b>Absent:</b> Lynne Ireland  <b>Staff Members:</b> Amy Tabor (GM)  <b>Guests/Member-Owners:</b> Rollin Metzger, Monica Snowden</p>
<b>6:34 pm</b>	<p><b>Welcome, reading of our land acknowledgement:</b> The Board Chair called the meeting to order, welcomed Directors, and Staff. The Vice Chair read the Land Acknowledgement.</p> <p>The Board Chair then called roll call to officially track attendance. All but one director were present, including two guests and the GM.</p>
<b>6:34 pm</b>	<p><b>Guest Owner Reserved Comments:</b> none.</p>
<b>6:34 pm</b>	<p><b>CONSENSUS ITEMS:</b></p> <ol style="list-style-type: none"> <li>1. October Minutes.</li> <li>2. October Executive Session Minutes.</li> <li>3. 2023 Annual Meeting Minutes</li> <li>4. November Agenda.</li> <li>5. Acosta (#14534) Equity Redemption Request.</li> </ol> <p><b>The Chair asked for approval of October Minutes, October Executive Minutes, 2023 Annual Minutes, and November Agenda. The Chair asked for any questions or concerns. The Board approved, with no concerns.</b></p> <p><b>The Chair asked for approval of Acosta Equity Redemption request. The Chair asked for any questions or concerns. The Board approved, with no concerns.</b></p>
<b>6:47 pm</b>	<p><b>General Manager Reports Consensus Item:</b></p> <p><u>L1 - 1Q Financial Condition &amp; Activities Report</u></p>

	<p>The GM submitted a fully compliant L1 report and discussed highlights from 1Q FY2025 financial results, comparing against the budget for the year. Directors provided comments and asked questions. One discrepancy was noted and the GM agreed to update and resubmit the report so that it's accurately reflected.</p> <p><b>The Board Chair asked for approval of the updated L1 report. The Chair asked for any questions or concerns. The Board approved, with no concerns.</b></p> <p><u>GM Update</u>  GM shared progress on store goals and all of the exciting owner engagement in October regarding the election, 2025 SEED program selection, and new owner extra benefit (10% off Co-op Deals everyday). The GM talked about the trip that was taken to Hancock, MI to help open Keweenaw Market, their new store. Community outreach for October, holiday special orders (new Webcart platform), NATIFS November Promotion, and details about the conclusion of NCG gift card program were also shared. The directors asked questions and discussed current policies.</p> <p>A Director arrived at 7:11 pm.</p> <p><u>Board Financial Dashboard</u></p> <p>The GM shared highlights of October Financials, including sales, margin, personnel expenses, debt service, cash flow, and capital expenditures. Directors asked questions about financial results.</p> <p><u>Ownership &amp; Abandoned Equity Report</u>  GM reported on Ownership and abandoned equity report.</p>
<p><b>7:20 pm</b></p>	<p><b>Committee Reports.</b></p> <p><b>Capital Campaign Committee:</b> Committee discussed the board's goal of calling new members and sharing info about the investment offering.</p> <p><b>Annual Meeting Committee:</b>  Committee shared final details for the upcoming Annual Owner Meeting regarding setup, agenda, and director roles &amp; expectations.</p> <p><b>Board Ops Committee:</b>  The Committee discussed onboarding new board members to this committee and upcoming Columinate training.</p> <p><b>Election Committee:</b> The Committee presented the final 2024 Board Election and 2025 Seed Program results.</p>

	<b>The Board Chair asked for the approval of the election results and process. The Chair asked for any questions or concerns. The Board approved, with no concerns.</b>
<b>7:52 pm</b>	<b>Executive Session.</b>
<b>8:10 pm</b>	<b>Adjourn</b>