

**Open Harvest Cooperative**  
**Board of Directors Meeting Minutes**  
**Wednesday, October 6th, 2021**  
**Remote meeting via Zoom**

<b>Present:</b>	<b>Board Directors:</b> Wally Graeber (Board Chair), Carla McCullough (Vice Chair), Shah Uddin (Secretary), Lori Ashmore, Anna Hernoud, Keith Dubas, Corey Rumann, and Juanita Rice. <b>Staff Members:</b> Amy Tabor (General Manager), Sam Capps (Board Admin Assistant). <b>Guests/Member-Owners:</b> Amanda McKay (member-owner) and Seth Gilson (Accountant at Gardiner + Co)
<b>6:00 pm</b>	“Where is our cooperative going?” The Board provided their responses prior to the meeting.
<b>6:08 pm</b>	<b>Welcome, reading of our land acknowledgement, and review action items:</b> The Board Chair called the meeting to order and welcomed Directors, Staff, and member owners to the Board Meeting. Read land acknowledgement and reviewed action items from the previous meeting.
<b>6:12 pm</b>	<b>Guest-Member Owner Comments:</b> Amanda McKay introduced herself and discussed her interest in running for the board.
<b>6:25 pm</b>	<b>CONSENSUS ITEMS - October Agenda - September Minutes:</b> The Board Chair requested approval of the October agenda and September meeting minutes.  <b>Consensus Items:</b> The Board holds no concerns and approved the October agenda and September meeting minutes. Juanita Rice stood aside.
<b>6:30 pm</b>	<b>Appoint Director to Write Monthly Board Reflection:</b> Board tabled discussion on appointing director to write the monthly Board reflection.
<b>6:40 pm</b>	<b>FY2021 Annual Review:</b> Seth Gilson, (Open Harvest’s accountant) gave a presentation and overview of Open Harvest’s FY2021 financial statement. Discussion focused on depreciation of assets, liabilities, and member equity.
<b>7:15 pm</b>	<b>Break</b>
<b>7:13 pm</b>	<b>CONSENSUS ITEMS - General Manager Reports:</b> Reports were available to the board prior to the meeting. <b>Monthly GM Report, Annual L1 Financial Report and 2021 Patronage Report:</b> GM provided an overview of positive August financials, supply chain issues, gave an update on staffing, and October Owner drive.

	<p>GM discussed Annual L1 Financial Report, asserted compliance on all parts of L1 Financial policy except L1.1, L1.5 and L1.6 and outlined a plan for compliance.</p> <p>GM provided the 2021 Patronage Report and recommended to not pay out patronage dividends due to upcoming relocation project.</p> <p><b>Consensus Items:</b> The Board holds no concerns and accepted receipt of Monthly GM report, Annual L1 Financial Report, and 2021 Patronage Dividend Report. The board decided not to distribute Patronage Dividends for the 2021 fiscal year.</p>
<b>7:52 pm</b>	<b>Committee Reports</b>
<b>7:52 pm</b>	<b>Board Ops Committee:</b> Board was given an overview of the committee meeting, Next meeting date and time, and suggested priorities for board activities over the year that were discussed at the meeting.
<b>7:57 pm</b>	<b>DEI Committee:</b> Board given overview of committee meeting including final details for Oct 20 <sup>th</sup> community outreach event.
<b>8:08 pm</b>	<b>Owner Investment Campaign Committee:</b> Committee Chair provided details of proposed investment package and current tally of precommitments.
<b>8:22 pm</b>	<b>Election Committee:</b> Committee Chair gave a brief summary of board applications that will be discussed in executive session.
<b>8:23 pm</b>	<b>Annual Meeting Committee:</b> Board discussed a proposed meeting date and time, theme, and possible guest speakers.
<b>8:24 pm</b>	<b>Review L4 &amp; L5 (Volunteers/Policy Committee) and Ends Statement Progress:</b> Board discussed the process for changing policies and moving forward with the approval process.
<b>8:41 pm</b>	<b>Executive Session – Slate of Candidates Review/Approval:</b> Board went into executive session to discuss and approve slate of candidates for upcoming board election.
<b>9:02 pm</b>	<b>Review Action Items and add your One Minute Meeting Reflections:</b> Board reviewed action items and provided meeting reflections offline after meeting.
<b>9:03 pm</b>	<b>Adjourn</b>