



Board of Directors Monthly Meeting

Wednesday 9/23/2020, 5:30 – 6:30 pm

Location: Due to the ongoing pandemic, this was a virtual meeting via Zoom

Board Members present: Amanda Qualls, Phyllis Miller, Darin Short, Mark Seeley, Sherri Kirchner, Rose Shetler

Absent: Clayton Miller,

Staff present: Brad Alstrom GM, Chris Horst Front End Manager

Others: Upcoming Board Members: Gwen Gustafson Zook, Malinda Berry

1. **OPENING ACTIVITIES** (5:30 pm)

- Phyllis read of the “Ends”
- Check-In: “Are we prepared to act on everything before us?”
- Declaration of quorum
- Decision:
 - August 2020 minutes:
 - Motion to approve (RS), second (SK)
 - Vote: 6/0/0 Minutes approved. (note a correction made to the “next board meeting being today the 23rd of September
 - July 2020 minutes: Verification of July 2020 minutes approved by adding Rose Shetler as a yes votes done in August meeting. July minutes approved as adjusted (see August minutes)
 - Annual Meeting 2020 Minutes:
 - Motion to approve (DS), second (MS)
 - Vote: 6/0/0 Minutes approved

2. **GM REPORT** (5:40 pm) Brad highlighted several items from his written report

- Financial Performance: Still showing growth although slowing a bit
- Annual Meeting and Election process:
 - Number of ballots and method of submission was similar to 2019
 - Worked well to share services with the IT Manager from Marquette MI Coop from the Great Lakes Group. They set up the process for us but were not able to see results.
 - Participation on the Zoom link was lower than expected but had quite a few “views” on the FB Live feed. Overall went very well. Thanks to Amanda Guzman and Mattie Lehman for MC’ing and tech support a successful virtual meeting!
- Annual Membership Appreciation Days occurred over the 5 days leading up to the Annual Meeting. There was a 30% lift in sales during those days. The discount given and the margin on the sales lift basically broke even.

- NCG Participation Report:
 - Brad reviewed with the guests what this report is and the importance NCG sees in communicating with the board our current standing.
 - Darin reiterated how important it is for our growth in membership and equity. Nice job Brad!

3. POLICY GOVERNANCE (6:00 pm)

Reference materials – Decision Tree

- Policy monitoring:
 - Monitoring of GM:
 - X.4 Membership Rights and Responsibilities
 - We continue to see 75% of sales are from member/owners.
 - Saw a good profit this year and last
 - **Action item: Brad will provide a possible patronage dividend proposal at next month's meeting for board decision**
 - Motion to accept as fully compliant (PM) and seconded (SK)
 - No further discussion
 - Vote: 6/0/0
 - Monitoring of GM:
 - X.10 Emergency GM Succession
 - Chris Horst, Front End Manager is Brad's designee. Chris has provided continuity this past year.
 - Brad continues to feel like he is building management leadership capacity
 - The board thanked Brad for recognizing the importance of this policy, and thanked Chris for being here.
 - Motion to accept as compliant (DS), and seconded (RS)
 - No further discussion
 - Vote: 6/0/0
 - Monitoring of Board:
 - G.3 Directors' Code of Conduct
 - **Action Item: All board members (including the new members) need to review the Code of Conduct form, sign and send to Amanda Q by Sept 30th. The template was included with the packet. Any potential Conflicts of Interest will be reviewed at the October meeting.**
 - Motion to accept as compliant (MS), second (PM)
 - No further discussion
 - Vote: 6/0/0
 - Next month's policies to be monitored are:
 - X.7 Communication to the Board
 - X.8 Logistical Support
 - R.2 Accountability of GM

4. **PUBLIC COMMENTS (6:30 pm):** Acknowledged there were a few questions in the zoom chat from guests that Amanda Q answered.

5. ADDITIONAL AGENDA ITEMS:

- Thank you to Phyllis Miller and Sherri Kirchner for their service to this board.
- Phyllis encouraged existing and new board members to consider board leadership.

6. UPCOMING EVENTS:

- **October Board Meeting: October 28, 5:30.**
- The Retreat plans continue and probably will take place in November or December

8. MEETING ADJOURNED (6:34)

Minutes submitted for board approval by Phyllis Miller, Secretary

Phyllis Miller

09/28/20