



Oshkosh Food Co-op Board Meeting

Date: 6/26/2019

Time: 6:30-9:00pm.

Location: Blue Door Consulting - Oshkosh, WI

Minutes Recorded by: Melissa Weyland

Board Attendance		Member & Guest Attendance	
Brenda Haines X	Lizz Redman X	Laura Schwartzburg (Project Manager) X	
Sam Larson X	Susan Vette X		
Melissa Weyland X	Warren Bergman X		
Peter Westort – traveling/excused	Tracy Vinz - excused		
Za Barron X			

Topic	Facilitated by	Discussion	Actions
Call Meeting To Order	Brenda	Brenda called meeting to order at 6:39pm.	
Member Comment	All	Report from Warren regarding first few meetings.	
Approval of Consent Agenda	All	<p>Motion to approve consent agenda, Za Barron moved to approve, Warren Bergman second. Consent agenda approved.</p> <p><u>Removed from consent agenda for discussion:</u></p> <ul style="list-style-type: none"> <li>- Add July 13 and Aug 17 to Farmers Market dates list.</li> </ul>	Lizz will let market know that we are a go for those dates and connect Warren with market manager.



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Treasurer's Report		Financial report not available this meeting as planned per Peter being out of the country.	
New Members		Refer to consent agenda.	
Exec Team	Brenda	<u>Board Appointment:</u> <ul style="list-style-type: none"> <li>- We received two self-nominations to fill Za's seat which will run through to the next election (early 2020)</li> <li>- Board discussed current needs on board with Za's vacancy in relation to candidate nominees expertise, professional background and availability to serve</li> <li>- Sam suggested developing a formal process in the future to better engage people that are not voted in when self-nominating of places they can help serve the co-op. All hands on deck are important, regardless if it is a board seat or something outside of the board.</li> </ul>	Brenda will extend invitation for the open board seat to candidate per board discussion.
Diversity and Inclusion	Brenda & Za	<u>Diversity and Inclusion Committee Conversation:</u> <ul style="list-style-type: none"> <li>- Board reviewed committee charter with Za, who prepared the charter</li> <li>- This will be a standing committee vs. special committee, meaning it will be built into the policy register</li> </ul> <p>Motion to approve Diversity and Inclusion Committee Charter, Warren moved to approve, Susy second. Diversity and Inclusion Committee Charter approved.</p>	



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		<p><u>Discussion re: D&amp;I Committee &amp; Charter:</u></p> <ul style="list-style-type: none"> <li>- Feedback that the name is not all encompassing and should include something about equity. Food Justice Committee or something similar would be more appropriate</li> <li>- Inclusion, diversity and equity in the charter should be made clear so we are clear on the teams purpose – mission and goals</li> <li>- “To support the mission and goals of the OFC by advocating for inclusion and diversity in all aspects of co-op work.”</li> </ul> <p><u>Potential Committee Members:</u></p> <ul style="list-style-type: none"> <li>- Sam has an ask out to a candidate who could potentially lead and serve as liason between the group and the board.</li> <li>- Brenda also reached out to a candidate to serve on the committee per Lizz’s suggestion who is experienced with groups in need, low-income audiences, etc. She is also a member who has a disability and can help us better represent and bridge there.</li> <li>- Za reached out to another candidate who works with several social justice avenues. Warren asked if candidate lives in area, he does.</li> <li>- There was one no but so far, four total asks out with a lot of excitement for this committee!</li> <li>- Agreement to formally appoint Stacy and Adam by the board</li> </ul>	



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		<p><u>Budget:</u></p> <ul style="list-style-type: none"> <li>- Warren suggested the training call for \$300 as previously mentioned</li> <li>- Decision is to allow the committee to meet and come up with their own budget and bring back to the board for review</li> </ul> <p><u>Bank Signatories:</u>            Za Barron made a motion to remove Nicole Waltemath former board member as a signatory on Oshkosh Food Cooperative, Lizz Redmond second. Motion carried.</p>	<p>Melissa stop into a Verve branch and have Nicole removed.</p>
Governance	Za	<p><u>Reviewed missing BOD forms:</u></p> <ul style="list-style-type: none"> <li>- Conflict of Interest, all but Sam and Susy are on file</li> <li>- Board Commitment Form, all but Sam and Susy are on file</li> <li>- Non-disclosure Agreements,</li> </ul> <p><u>Memberships discussion:</u>            We keep running into the same questions with full pay, partial pay, etc. Would like to make a membership policy so we have one document to point to and ensure we are asking answers the same way</p> <ol style="list-style-type: none"> <li>1. Can members vote that are on a partial plan? Yes. Once first payment is cleared, you are a voting member.</li> <li>2. Membership number assignments do not happen until a member is fully paid. Would like to marry up the tally's between payment and</li> </ol>	<p>Sam and Susy:            Complete COI form and Board Commitment Form and turn in or email to co-op email account</p>



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		<p>paid members, so when we are telling people they are a specific member number, we are giving them the right number. Feel this is critical right now as we are getting closer to 1000, and people will be expecting a three digit number while others will expect to be over 1000.</p> <ol style="list-style-type: none"> <li>3. Membership refunds? Sometimes people move and request a refund, we state on our website that we do not refund memberships for any reason. Memberships are also nontransferable.</li> <li>4. Need to define member in good standing. We will use the legal definition of anyone who is current on dues and payments</li> <li>5. Who can run for the board? In the past the question of secondary members came up. Anyone who is a full voting member and/or secondary members could join</li> <li>6. Board discussed, clarified and documented clearer language around what a secondary member in document.</li> </ol>	<p>Lizz: verify if any of these clarifications should be added to the member brochure</p>
Capital Campaign	Laura	Capital Campaign Introduction and scenario review with project manager, Laura. Laura also reviewed identified limitations in the bylaws and articles.	
Grants		<p><u>LFFP:</u></p> <ul style="list-style-type: none"> <li>- The award term is not clear, they do not provide this when applying but we should know before Sept 30<sup>th</sup></li> </ul>	



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		<p><u>HFFI:</u></p> <ul style="list-style-type: none"> <li>- No updates, unsure if this is across the nation</li> </ul>	
Communications & Outreach	<p>Laura</p> <p>Lizz</p>	<p><u>Outreach:</u>          Laura showed a list of groups that we are reaching out to to provide an update on the co-op happenings (clubs, groups, teams, etc.) around the community</p> <p><u>Communications:</u>          Members:          What should we communicate in July member email?</p> <ul style="list-style-type: none"> <li>- Working on July member email. Slow Roll will be the July event starting at the Leach Amphitheater, then we will participate in the role, a little on site.</li> <li>- Brenda suggested also sharing about the resources, research and information that we are gathering and following.</li> <li>- Sam suggested doing a call out for volunteers, and if we have a new board member that would also be good to announce.</li> </ul> <p>Prospects:          Working on drafting emails to people who sign up on our email list at events</p>	



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		Facebook: Leveraging ads on Facebook for people that are not already on our page, currently three different ads running Giveaways for new members: Discussed potential giveaway options, determined we will offer a chefs dinner as an incentive to join now through 1000 members(?). All of the board may participate in this, to help Lizz.	
Site Selection	Brenda	Motion was made to move into closed session to discuss confidential site selection team updates from Za Barron, Lizz Redmond second. Board moved into closed session.  Discussion concluded. Lizz Redmond motioned to move out of closed session, Warren second. Board moved out of closed session.	
Hiring	Melissa	We will be kicking off the hiring committee to begin seeking for a General Manager in the next couple of weeks.  Kathi Reinl, Suzette Thibadeau and Marlo Ambas stand appointed to the hiring committee.	
Adjourn		Meeting adjourned at 9:51pm	