



Board of Directors' Meeting Minutes  
 Wednesday, May 25, 2016  
 6:30pm Offsite Office #2

Present: Curt Brye President, Larry Homstad, Mike Link VP, Eric Newman, Luke Zigoivts Treas, Peter Bergquist Sec, Andrew Anderson Interim Deli Mgr, Eric Speck Finance Mrg, Jan Rasikas GM, Cathy Sis notes, Steve Walker (guest)  
 Phoned In: none  
 Absent: Leslie Kruempel

Start	Min	Topic / Action	Notes	Action items
5:30 pm	60	<b>Light Dinner</b> – and beverages served at <b>5:30pm</b>	<i>Early 5pm start time to check out the Sidie Lot and celebrate the street closure</i>	
6:30	05	<b>Welcome to guests / visitors:</b> Steve Walker visiting as a potential BoD candidate	Visitors, guests have a few minutes to introduce themselves and the intent for their visit, make a brief presentation	
6:35	05	<b>Check in</b> - Go around on state of mind; affirmation of preparedness to act	Everyone has a sense of the state of mind of others present and have affirmed they came prepared and ready to act	
		<b>Review Agenda</b> – add any consent items to agenda that need discussion at this time	All present understand flow of meeting  Move L..4.9 to before learning initiative	
		<b>Consent items:</b> 1. Approval of April minutes o Action Items reviewed  <b>Motion/Second (M/S)</b> <b>Luke/Eric</b> <b>Accepted as presented</b>		Action Item (AI):
6:40	40	<b>BoD Learning Initiative and Expansion Project Preparedness</b>  Reading Mission and Ends  <b>Study Topic –</b>  1. Re-cap of Leslie Watson’s monthly call. Topics include two expansion related documents: <ul style="list-style-type: none"> <li>• Capital Campaign Workbook and</li> <li>• Expansion Reporting Guide</li> </ul>	To link Board work with our stated objectives   1. Leslie Watson, Jan, Peter & Curt attended the call. Reviewed topics of expansion and reporting and the use of executive limitations to report on expansion when board approval is needed. <ul style="list-style-type: none"> <li>• Policies will note in the title when used for expansion decisions and disclosure.</li> <li>• FYI report used for all other expansion updates</li> <li>• Attorney work for the preferred shares / Capital Campaign in progress</li> </ul>	AI: All Oct 29 <sup>th</sup> Annual BoD Retreat plans   AI: Curt checking with Leslie for June 8th at 6 pm phone call and send out a reminder on the day of the meeting.  AI: Mike, Larry Provide board support for maintaining/customized timeline for



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		<p>2. Expansion timeline</p> <p>3. Annual Owner's Meeting</p> <p>4. Annual BoD Retreat topics</p> <p>5. Misc topics</p>	<ul style="list-style-type: none"> <li>• Financing options in exploration stage</li> </ul> <p>2. Building timeline, Finance timeline comes from Jan / DC. Board maintains big picture timeline of decisions made, preparedness topics, upcoming decision points / resolutions, roles, and policies used for reporting. Two BoD to lead schedule upkeep: Mike and Larry. Leslie K is the BoD lead on feedback loop to Owners for communications</p> <p>3. Annual Owners Mtg October 6<sup>th</sup> 2016</p> <p>4. October 15 and 29 possible dates Leslie W is available. Shoot for the 29<sup>th</sup>. Jan will reserve a retreat venue when the date is set.</p> <p>5. Next phone conference June 1 possible adjust to June 8<sup>th</sup> 6 pm.</p> <p>Is there a level of comfort at this point – asked Curt.</p> <p>Offering CBLD 101 in Sept. potential board candidates can attend.</p> <p>Our consultant is here to help us stay on track.</p>	<p>BoD big picture process. Choose format from examples given by Art or Leslie W stored on SharePoint</p> <p>AI: Jan          Choose Annual Board Retreat venue when date is set</p>
7:20	15	<p><b>FYI:</b>          Update from GM</p>	<p>BoD and GM has opportunity to converse on key issues</p>	
7:35	10	<p><b>Executive Limitations Monitoring – GM</b></p> <p>1. L.4.9 Financial Conditions and Activities Q3</p> <p><b>Language of Motion</b>  <b>Board agrees with GM's assertions of compliance</b>  <b>Motion/Second (M/S)</b>  <b>Eric/Larry</b>  <b>Accepted as presented</b></p>	<p>1. L.4.9 Q3 Monitoring Reports</p> <p>POS purchased during this Quarter</p>	



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7:55		<b>Governance Process Monitoring – BoD</b> 1. GM Evaluation	1. Documents on SharePoint	1. Closed Session
7:55	05	<b>Old Business</b> 1. Update on Nominations 2. Owner Survey 2016	1. n/a 2. Draft Summary	
8:00	00	<b>New Business</b> 1. Bylaw/Article registration with State from 2015 ballot results	1. Paperwork signed by board President and Secretary and returned to attorney for filing with the State of Wisconsin	
Bo8:00	05	<b>Member communication</b>	<ul style="list-style-type: none"> <li>• Pea Soup author assignment for Fall issue: no action needed at this time</li> </ul>	
8:05	40	<b>Closed Session</b> 1. Wisconsin Co-ops Conversation 2. GM Annual Evaluation <b>Motion to approve GM evaluation recommendation by Personnel Committee</b> <b>M/S</b> <b>Mike/Larry</b> <b>Approved as recommended</b>	1. No action 2. BoD action	
8:45		<b>Adjournment</b> Thank you		