

Board of Directors' Meeting Minutes  
Wednesday, August 23, 2017  
6:30pm Offsite Office #2

Present: Curt Brye President, Mike Link Vice President, Peter Bergquist Secretary, Eric Newman Treasurer, Larry Homstad, Jan Rasikas GM, Christina Dollhausen Admin Assistant, KJ Jakobson (Guest), Jenny Cain (Guest),  
Phone:

Absent: Eric Snowdeal III and Karen Mischel

Start	Min	Topic / Action	Notes	Action Items
6:00 pm	00	<b>Light Dinner</b> – Early Meeting, No Dinner Scheduled	Eat, drink, and enjoy!	
6:30	00	<b>Welcome to guests / visitors:</b>	Visitors, guests have a few minutes to introduce themselves and the intent for their visit, make a brief presentation	<b>Action Item:</b>
6:30	02	<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.	
6:32	00	<b>Review Agenda</b> – add any consent items to agenda that need discussion at this time	All present understand the flow of meeting	Jan/Curt: Need Corrected August Agenda for Record, See Executive Limitations
6:32	04	<b>Consent items:</b> Approval of 07/24/17 minutes <b>Language of Motion:</b> <b>Minutes approved as presented</b>  <b>Motion/Second (M/S)</b> <b>Mike/ Eric N</b> <b>The Vote: Approved</b>	Review and approval of minutes July 2017 minutes	
6:36	25	<b>FYI:</b> Update from GM	Overview of operations Review of upcoming events & AOM	
7:01	30	<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 teleconference  2. Capital Campaign; Expansion progress & timeline; Consumer Reports Grocery Shopping Trends;	BoD and GM has opportunity to converse on key issues.  Overview of BoD Learning Initiative for new BoD Candidates Upcoming BoD Learning opportunities 9/23 Fall BoD Retreat Dates upcoming	Jan/Curt: Fall BoD retreat to be 10/21 notify Leslie Watson Jan: Send agenda items to Leslie for retreat Peter: Consider attending CBLD 101
7:31	16	<b>Executive Limitations Monitoring – GM</b> 1. L.5 GM Succession <b>Language of Motion:</b> <b>L.5 Accepted as in compliance as presented with policy governance</b> <b>Motion/Second (M/S)</b> <b>Mike/ Larry</b> <b>The Vote: Approved</b>	Board decides whether -GM's interpretations are reasonable -there is data to determine compliance -if the data indicates compliance -Board agrees with GM's assertions of compliance  Notes:	

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		<p>2. L.6 Asset Protection</p> <p><b>Language of Motion:</b>  <b>L.6 Accepted as in compliance as presented with policy governance Motion/Second (M/S)</b>  <b>Eric N/ Mike</b>  <b>The Vote: Approved</b></p>	Review of GM Succession plans and BoD role in the event of succession	
7:47	06	<p><b>Governance Process Monitoring – BoD</b></p> <p>1. Review results of 2017 Board Self-Evaluation Survey</p>	<p>Board decides if its own performance is in line with its expectations for itself expressed in policy.</p> <p>Notes:  Review of Board performance and areas that need work as a whole  BoD attendance to be include in review</p>	Christina/Curt: Collect BoD attendance for 8/2016 to 6/2017
7:53	07	<p><b>Old Business</b></p> <p>1. Annual Owners Meeting – Agenda; Board roles; Expansion update</p>	<p>Notes:  Meet the Candidates with Coffee event</p>	
8:00	04	<p><b>New Business</b></p> <p>1. Board Educational opportunities:  a. CBL 101 – Minneapolis 9/23/17 b. Co-op Café – Madison 10/28/17</p> <p>2. Fall Retreat w/CDS Consultant  3. VFC exhibit at Vernon Co. Fair</p>	<p>Notes:  Vernon Cty Fair Booth to be staffed by BoD members</p>	Reschedule August BoD Meeting
8:04	00	<p><b>Member communication</b></p> <p>None</p>	<ul style="list-style-type: none"> <li>BoD reviews what's needed for member communication in Pea Soup</li> <li>Review themes for Pea Soup issue when necessary</li> </ul>	
8:04	34	<p><b>Closed Session</b></p> <p>1. Project Financing</p>	Closed session notes are available on SharePoint to BoD only as a separate document. Any motion made/vote by BoD in closed session is recorded in the regular minutes.	
8:38	0	<b>Adjournment</b>	Thank you	