



Present: Mike Link President, Karen Mischel Vice President, Eric Newman, Aurora Boyd, Eric Snowdeal, Peter Bergquist
Staff: Jan Rasikas-GM, Erik Speck-Finance Manager, Christina Dollhausen-Admin Support
Guests: David Beutler-UFCW Liaison
Phone:
Absent: Larry Homstad

START	MIN	TOPIC / ACTION	NOTES	ACTION ITEMS (AI)
6:00	35	Light Dinner	Eat, drink & enjoy!	
6:30	01	Welcome guests / visitors	Meeting called to order by President Mike Link @ 6:30. No guests	
6:31	02	Check In	Everyone has a sense of the state of mind of others present and have affirmed they came prepared and ready to act.	
6:33	04	Review Agenda & Minutes	Consent item to add to Agenda: Moving L.4.9 to top of meeting Minutes of 1-17-2018 accepted as presented. M/S: Karen Mischel/Eric Newman Vote: Approved	Christina: Send approved 1-17-2018 minutes for public posting
6:37	06	Board Team Building Exercise	Short writing exercise for board lead by Aurora – taken from Co-op 101 course: intended to refocus team.	Aurora to send Co-op 101 Summary to Board
6:43	00	UFCW Liaison	David Beutler – present. Chose to talk at end of agenda.	
6:43	27	Executive Limitations Monitoring - GM	L.4.9 – Net Income Q2 L.4.9 presented and discussed. Actuals versus pro forma based budget – pro forma was built with consultants help in anticipation of our disrupted year with construction. Eric Speck spoke to what line by line looks like this quarter – there are some unknowns on what taxes will look like and NMTC. Watching very closely as we will see negatives again next quarter in this planned disrupted year. Scaling back before we scale up. 2 nd quarter of non-compliance GM reports non-compliance. M/S for non-compliance: Eric Newman/Eric Snowdeal	
7:11	05	Old Business	1. Ends Report: GM reports it's very close, graphs are built, narrative needs to be written. 2. Declaration of 2017 Patronage	1. Ends Report – Jan to send to Board 1 week prior to March meeting.



			<p>We made no money, so there is no patronage. Announce in Pea Soup “No patronage declared in 2017.”</p> <p>M/S to declare fiscal year ending in 2017: no patronage. Aurora Boyd/Peter Bergquist</p> <p>3. Revisit/discuss Governance Policy from November 2017 meeting: G.3 Code of Conduct M/S Peter Bergquist/Karen Mischel G.4 Role of Board Officers M/S Peter Bergquist/Karen Mischel</p>	
7:16	13	New Business	<p>1. 2018 Annual Owners Meeting date/time/location decision</p> <p>2. Staff Appreciation Event during Expansion. To happen in April 2018. Ideas/discussion. 62 staff.</p>	<p>1. Annual Owners Meeting – Oct 10 or 11. Location TBD</p> <p>2. Board to decide on Staff Appreciation event date/time/what in March meeting</p>
7:29	14	Member Education and Outreach <i>“Member and Education Outreach” is an added discussion line for future meetings. The Board wants to focus on creating opportunities to connect with member-owners through Co-op events and communications.</i>	<p>1. discuss/recap 2-10 Coffee w/Board Short discussion of other ways to connect w/ member-owners, new conversation starters.</p> <p>2. UPCOMING NETWORKING EVENTS:</p> <ul style="list-style-type: none"> • Coffee w/the Board – 3/10/18: 9-11am • March TBA – Weiser/VFC lead staff & Board Lunch • Upcoming Co-op Café 3/24/18 St Paul, MN 	<p>1. Upcoming Events to add for Sept 2018</p> <p>a) Meet The Candidates</p> <p>b) By Law Revamp Proposal</p>
7:43	00	Member Communications <i>BoD reviews what is needed for member communication in Pea Soup.</i>	<p>Upcoming 2018 Pea Soup Assignments and writing due dates:</p> <p>Summer – Aurora Boyd – April 27</p> <p>Fall – Mike Link – July 27</p> <p>Winter – Peter Bergquist – Oct 26</p>	
7:43	5	NMTC Draw Process	<p>NMTC Draw Process presented. GM reports: We are at 48% spent – ½ way through project. Although equipment is on hold , we are on time for construction</p>	
7:48	15	FYI report - GM	<p>Gm gives brief Overview of Operations, Planning, UFCW Union, Admin, WEDC reporting (CDI grant). GM reports that things are starting to take shape.</p>	
8:03	09	Short & Long Term Planning	<p>1. Bylaw Committee Discussion – Eric N & Peter B – All Board members needs to look at redline/marked up version (from 2.6.18) to have full discussion.</p>	<p>1. Board to review marked-up version PRIOR to March meeting, do</p>

				homework. Add 30 min to March 21 meeting for Articles & By law discussion.
8:12	03	Governance Process Monitoring	<p>1. G.6 – Board Committee Principles M/S: Karen Mischel/Eric Newman Vote: Accepted as Presented</p> <p>2. M.2 – Delegating to the General Manager (Board-GM Linkage) M/S: Karen Mischel/Peter Bergquist Vote: Accepted as presented</p>	
8:15	5	Union Liaison	David Beutler discussed recent painting disaster and how it impacted staff.	
8:20	11	CLOSED SESSION	Staffing levels discussed	
8:31		Adjournment & Thank you	Motion to Adjourn M/S: Newman/Boyd Vote: Approved	LOCATION: Next Meeting at NICS – Mar 21 @ 6pm