

**La Montanita Food Cooperative
Board of Directors Meeting Minutes
January 21, 2014 – 5:30 pm**

Board Present: Martha Whitman, Marshall Kovitz, Ariana Marchello, Jake Garrity, Susan McAllister, Lisa Banwarth-Kuhn, Jessica Rowland, Leah Roco (incoming)

Board Absent: Betsy VanLeit

Also Present: Deborah Good (admin assistant), Terry Bowling (General Manager), Jennifer Cornish (facilitator), John Mulle (staff), Sharret Rose (staff), Peter Chestnut (Finance Committee), David Ritchey (Finance Committee)

The meeting started at 5:35 p.m. at the Immanuel Presbyterian Church in Albuquerque. Jennifer Cornish facilitated and Deborah Good took notes.

1. Welcome – food & refreshment

2. Approve the Agenda

Issues Raised: Ariana moves and Marshall seconds to approve the agenda.

Actions Taken: The agenda is approved unanimously.

Actions Required: None

3. Member Comments

Issues Raised: None

Actions Taken: None

Actions Required: None

4. Consent Agenda

a. Board Minutes - December 2013

b. Member Engagement Sub-Committee Proposal – Martha

Issues Raised:

- Marshall moves and Jake seconds to approve the consent agenda.

Actions Taken: The consent agenda is approved unanimously.

Actions Required: None

5. Management Monitoring Report – Financials X3 thru X3.10 +X5.0

Issues Raised:

- Marshall moves and Susan seconds to approve the report.
- Discussion:
 - Report includes a re-submission of X5.0 per board’s request at the December meeting.
 - a. Board member: I had trouble with the conflict of interest reporting as part of X5.0.
 - b. Terry clarifies that the statement in the report is from the employee handbook, which staff receive.
 - c. Board determines this data is sufficient evidence of the training on conflict of interest that La Montanita provides for its employees, but requests that future reporting be clearer when quoting from the employee handbook.
 - Report provides a review of first quarter financials.
 - a. GM describes it as a “remarkable” quarter.

- b. Despite the high costs of pre-opening labor and store supplies for the new Westside store, La Montanita still did well. Gallup store sales continue to grow.
- A new roof is in process on the Nob Hill store; ceiling will be repaired next. Board member asks what will happen with money the Westside landlord will be paying as moving-in reimbursement. Terry explains it will go back into the cash flow.
- The Westside sales are not as strong as projected, but GM expects improvement.
 - a. Other stores we have opened had the advantage of an existing customer base, since they were active grocery stores before we took them over. The Westside store is starting from zero in that regard.
 - b. A map of our membership shows that there were only a few memberships in that area of town before we opened the Westside store. Memberships numbers are growing.
 - c. The Board requests an informal actual vs. budgeted monthly report on the Westside store. Terry will include it on the cover sheet of his monthly report until the end of the fiscal year.
- Comment for the Monitoring Check Sheet: “It is a quarter to celebrate. The Board truly appreciates the GM’s and staff’s efforts and wonderful stewardship in our co-op.”

Actions Taken: Passes unanimously

Actions Required: None

6. Board Study – Annual Financial Review – Finance Committee

Issues Raised: Notes from this presentation are not being shared publicly.

Actions Taken: None

Actions Required: None

7. Board Functioning – All

Issues Raised:

- a. Board Research Assistant: Board member reports that candidates are being screened for this position, and there will be a recommendation at the February meeting.
- b. CCMA in Madison, Wisconsin: Ariana, Lisa, Leah, and Martha express interest in attending.
- c. Board president reports that corporate papers were filed with the state.
- d. Board Self Evaluation of 2nd Half of R policies: Our average ratings exceeded the required averages that would trigger action. One board member commented in the survey about whether or not we need a hard copy of our Sharepoint site. This is not necessary anymore because the site provides backup servers. Also because Sharepoint keeps files in a database format, a hard-copy download wouldn’t serve us well. The Policy Development Committee must prepare a proposal to remove the policy that require such backup.
- e. Committee meetings:
 - Membership Engagement: Monday, January 27, 2014, at 5:30pm.
 - Policy Development: To be scheduled
 - Subcommittee for Annual Meeting: To be scheduled

Actions Taken: None

Actions Required: Policy Development Committee to prepare a proposal on removing the policy that requires the Board to back up the data on the Sharepoint site.

8. Administrative Assistant Duties

Issues Raised: See Task List

Actions Taken: None

Actions Required: None

9. Meeting Evaluation

Issues Raised: Two comments:

- I love those financial guys.
- Part of the success of the co-op is the folks who have been here since the beginning, and the deep understanding of the financials and history they bring.

Actions Taken: None

Actions Required: None

10. Next Meeting Agenda Construction

Issues Raised: The study hour topic is being developed. The annual board retreat date should be proposed.

Actions Taken: None

Actions Required: None

11. Adjourn Regular Session

Issues Raised: Marshall moved and Jake seconded to adjourn.

Actions Taken: Board approved motion to adjourn unanimously. Meeting adjourned at 7:40pm.

Actions Required: None