

**Spiral Natural Foods**  
**Board of Directors Meeting Minutes**  
**March 13, 2024 at 7:07 pm**

**Location of Meeting:** video conference via Skype

**Attendees:** Amanda Olson, Tammy McGinn, Leigh Arnoldy, Jess Settergren, Katya Rouzina, Brandon Lovejoy, and Matt Malecha

**Absent:** NA

Call to Order at 7:07 pm: **Amanda** motioned to call the meeting to order, seconded by **Tammy**. The motion was voted on and **passed**.

**Administration**                      **7:07 pm to 7:09 pm**

- **Consent Agenda - Amanda 7:00 pm**
  - **January** Meeting Minutes
  - Agenda for Evening's Meeting
  - Leigh to change Katya's name spelling

**Amanda** motioned to approve the consent agenda and minutes. **Jess** seconded it. The motion was voted on and **passed**.

**GM Business**                      **7:10 pm to 7:50 pm**

- **Store Report - Matt 7:10 pm**
  - NCG - Core Sets
    - Identifying the top selling items in an area
    - SKUs based on top 5 sellers
    - This helps with price negotiations
    - Spiral can independently choose items: yogurt, frozen
    - This can allow us to get a rebate on future purchases
  - Co-Op Basics
    - Everyday value: Field Day or a tagged items "co-op basics"
    - Not intended to make or lose
  - Prices increases and decreases that are navigable
  - UNFI
    - Owns Albert's Organics (fresh produce and meats)
    - Delivery from Albert's on Tue, Thu, and Fri, as compared to previous Tue and Fri
    - The challenge is that the other items are on the original 2x/week schedule - the change to match the 3x/week schedule is being pursued by the GM
  - If the orders stay the size that they are, there is a hopeful rate reduction; sales will need to increase to meet this
  - Staffing:
    - Matt - out next week
    - Cassie
      - at HR meeting next week

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- Looking to update employed handbook with NGC - last updates were in 2015 and 2019
- Profitability and Cash-On-Hand
  - Amy Fields (NCG advisor) - coming down on Wednesday
  - New landlord: Now the lease is due on the first; historically it has been on the 10th of the month
  - This leaves us with diminished cash on hand temporarily
  - GM will discuss this short term loan to help with this and profitability
  - \$80,000 +; the GM would like to have \$40,000 as cash-on-hand, and \$40,000 to be current with all bills and other short-term store items that may come up
  - NCG recommends having 10 days worth of cash-on-hand; we have been operating on low cash-on-hand for some time, but the new lease date will put strain on the cash-on-hand
  - This will help with a joint liability fund to assist our position with UNFI
  - Example: computer purchases for the store have been put off, even though they do not function optimally or are coming out of date
  - This has further been exacerbated by increased labor costs/operational costs
- 45 year Anniversary Sale - our best sales day yet
  - Gross sales on avg. sat = \$5,400
  - \$15,550 on Anniversary
  - Prior to this, it was \$12,000 on Sample Day prior to Thanksgiving
- This week is down in sales, due to Spring Break
  - The sales/labor hour will assist
- **B9 Policy - Matt 7:33 pm**
  - The co-op should have a plan for a successor for consistent operations
  - Operational training - store operations
  - Missed Cassie's monitoring
  - Working on budgeting and plans
  - Not complaint on one point - missed out on reporting last year; this has now been scheduled

**NAME** motioned to accept the **B9 Policy as Compliant**. **NAME** seconded it. The motion

- **B4 Policy - Matt 7:40 pm**
  - Drive home that everyone has the ability to vote
  - Clarity on Voting share vs. Equity share
  - Repayment issues are clearly outlined in our documents
  - We have not paid out patronage dividends since 1998
  - How to repay preferred shares and patronage
    - Patronage
      - allowed under MN law

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- dollar amount basis spent at co-op
- Reward member for spending
- Preferred Shares/C-Shares
  - Not a fixed-time loan; every year we can decided to pay out a portion dividends
  - If they don't use the dividends, we have to take it back and be taxed on it
- There needs to be policy for paying these items back

**Amanda** motioned to accept the **B4 and B9 Policy as Compliant, with the caveat of having a schedule in place for Cassie to attend meetings in the future.** **Katya** seconded it. The motion was voted on and **passed.**

**Board Business** **7:50 pm to 8:55 pm**

- **Board Policy - C1 Policy - Amanda** **7:53 pm**
  - The only item that was item 4, which was reviewed and discussed

**Amanda** motioned that we accept the **C1 Policy as Compliant.** **Tammy** seconded it. The motion was voted on and **passed.**

- **Board Budget**
  - Due to outside circumstances, meeting to be rescheduled with Jess for next month
  - Jess looking at prior year's budgets

**Amanda** motioned that we accept to **move the budget meeting to next month.** **Jess** seconded it. The motion was voted on and **passed.**

- **Refund of Membership fee** **7:53 pm to 7:58 pm**
  - Email from a recent co-op member, asking for a refund of membership of a recent who was disappointed with several items in the store
  - Amanda will reply by email; this will be issued by a check within a week's time

**Amanda** motioned that we accept the repayment **of a member's refund request.** **Brandon** seconded it. The motion was voted on and **passed.**

- **Event Planning: Coffee and Cake with the Board - March 24** **7:58 pm to 8:05 pm**
  - 4 cheese cakes ordered; coffee to be served
  - Who can attend: Katya, Leigh, Jess, Tammy, Amanda, Brandon
  - Notepad sheets - conversation starters: values of the co-op, what you'd like to see
  - If you're going, make an effort to mark going on Facebook
  - Also... March is Pie Day - there will be a sale!

- **April - Events** **8:04 pm to 8:05 pm**

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- Owner Drive
- Owner Frive April 22-26
- **Lake Monster Brewing - April 27** **8:05 pm to 8:06 pm**
  - Meetings of co-op boards
    - Amanda will email and let people know if people will be going
- **Co-op Cafe - Columinate** **8:05 pm to 8:09 pm**
  - Meeting of board members across the region
  - A focused conversation about board issues
  - How to navigate in a more diverse system
  - Amanda to reach out to them to show interest
- **Communications Committee - Katya** **8:09 pm to 8:40 pm**
  - Meeting attendance: Sue, Jess, Brandon, and Katya
  - Goal: current and new member outreach
  - Charter for communication committee in Dropbox
  - Looking for general demographics:
    - Market study - in Dropbox
    - from Hastings Chamber of Commerce - info from Amanda
    - GM can provided NCG national information
    - We have not done a member survey - last time this was done, it was incentivised and received 128 responses
    - Dakota County has demographic info
    - 1982 active members
    - Open rate is 30%
    - Mailers got to Hastings
    - We pull people from as far away is Northfield, Ellsworth WI, Red Wing, Inver Grove Heights; 95% is from Hastings
  - Social Media:
    - Facebook is more active than Instagram
    - Posting a week out for those that like to plan
    - Creating events
    - Videos have been the most engaging in the past
  - Website
    - Blog posting: board members could post once in a while
    - Interview board members
    - Recipes made sense in the past
  - Live Q&A
    - Take store questions and answer them live in store
    - How to capitalized on board member strength
  - Welcome Packets
    - List generated by change of address
    - This has been successful to some degree, but not as much as hoped
  - Cross-Promotion

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- Chiropractic offices - flyers
- Look at Whole Foods Co-op in Duluth - member benefits:  
<https://wholefoods.coop/communityperks/>
  - Looking at usability of website to add impact
  - Meeting is up to the discretion of the Communications Committee
  - Would be a good idea to have a Communications Meeting with GM and Cassie
  - Calendar - dates of Communication Meetings on the Google Calendar
- **Columinate** **8:45 pm to 8:40 pm**
  - Two dates coming up; discuss with GM about board training
- **Next Meeting** **8:45 pm to 8:55 pm**
  - Mon Apr 15 - 7 pm in-person meeting

There was no need for an executive session this evening. Everything was covered and we are up to date with information.

**Open Discussion:** None

**Assigned Responsibilities that resulted from Board Meeting:**

Task	Responsible Party	Completion Goal Date
Member appreciation dates	Leigh	This week
Putting up Communications Meetings dates	Leigh; Comm. Committee to inform Leigh	As needed (monthly)

**Amanda** motioned to adjourn. It was seconded by **Tammy**, voted on, and passed. The meeting closed at **8:56 pm**.

The next meeting is scheduled for **Monday, April 15**, at 7:00 pm.