

Spiral Natural Foods
Board of Directors Meeting Minutes
January 13, 2021 at 7:00pm

Location of Meeting: Video conferencing via Skype due to State of Minnesota restricting group gatherings order

Attendees: Tammy McGinn, Jenni Garlough, Matt Malecha, Leigh Arnoldy, Jenn Bierma, Peter Maccaroni, and Dina Sagan.

ADMINISTRATION **7:04pm**

- **Call to Order** Tammy motioned to call meeting to order, 2nd by Jenn B. Motion voted on; passed

BOARD DECISIONS

● **Consent Agenda** **7:05 pm**

- January 2021 Meeting Agenda
- December 9th, 2020 Meeting Minutes
 - In future notes refer to Jenni as Jenni G., and Jenn as Jenn B.
- December 9th, 2020 Executive Meeting Minutes

Tammy motioned to approve consent agenda. 2nd by Jenn B. Motion voted on; passed

GM BUSINESS **7:07pm**

● **Store Report** **Matt**

- Sales were up month of December by 1.81%. Most of the growth was in grocery. HBC and Deli were down.
- Quarter sales will be down 1.36%, Matt feels comfortable with this.
- Legal fees from creating the offering for the C-shares and capital campaign. As well as one design UNFi invoice that needs to be paid from this quarter.
- Staffing outs in the month of december. Focus was placed on training to expand knowledge in the events of more outs.
- Matt is starting a compassionate paid time off model for everyone. Creating another incentive to attract and provide to employees.

● **Board Policy Register Update** **7:16pm**

- Matt mentioned the B1 is difficult to remain compliant due to several factors out of his control, most notably the pandemic. The question is should we amend or change the policy or accept being out of compliance.
- Tammy's solution was to not change the policy and recognize we are in a unique situation and we will evaluate further if needed.
- Matt asked about the policy calendar, and is it available to all members of the board. Additionally to not have a policy report in January and one in October due to the Annual Meeting.
- Matt mentioned that we consider a board treatment, not suggesting there is an issue but something we might want to consider.

BOARD BUSINESS **7:38 pm**

○ **Executive Board Member Voting for 2021**

- President Role- Leigh nominated Tammy for president, Jenny 2nd, passed.
- Vice President- Tammy nominated Pete for vice president, Dina 2nd, passed
- Secretary- Tammy nominated Annie for secretary, Jenn B. 2nd, passed
- Treasurer- Leigh Nominated Jenni G., Tammy 2nd, passed

○ **Annual Board Forms**

- Tammy discussed the forms that needed to be filled annually. It was determined that a PDF would be acceptable to be sent in.

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- **Communications Committee**
 - Jenn B. and Leigh have joined the communications committee.
 - There has been interest from membership on c-shares and ownership.

- **Q & A – none**

Tammy motioned to move to closed executive session to discuss possible store expansion and capital campaign. Meeting moved to closed executive session at 8:05pm. Motion was 2nd by Pete.

Tammy motioned to move out of closed Executive Session at 8:27 pm. Motion was 2nd by Anne. Motion voted on; passed

Open Discussion: None

Assigned Responsibilities that resulted from Board Meeting

TASK	RESPONSIBLE PARTY	COMPLETION GOAL DATE
Complete Capital Campaign thank you notes	Dina & Jenni	Before 12/24/2020

Tammy motioned to adjourn. 2nd by Jenni. Meeting adjourned at 8:51pm
Next meeting rescheduled for February 11th at 7:00pm.