

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, Sue Taylor, 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

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

- 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

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

- 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**

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

- 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

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

- 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.