

Spiral Natural Foods
Board of Directors Meeting Minutes
January 15, 2025 at 6:00 pm

Location of Meeting: Spiral Co-Op

Attendees: Amanda Olson, Leigh Arnoldy, Katya Rouzina, Brandon Lovejoy, Brandon Brayfieldand, and Matt Malecha

Absent: Sue Taylor, Paige Gatzke

Call to Order at 6:13 pm: **Amanda** motioned to call the meeting to order; Leigh seconded the motion. The motion was voted on and **passed**.

Administration

6:13 pm to 6:18 pm

- **Amanda** motioned to adjust the agenda, moving to accept a new board member before GM Business in the agenda, seconded by Katya

6:14 pm

- **Consent Agenda - Amanda**

6:15 pm

- **January** Meeting Minutes
- Agenda for Evening's Meeting

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

New Board Member Appointees

6:18 pm

- **Amanda** motioned to accept Sue Taylor, Paige Gartzke, and Brandon Brayfield as new board members, seconded by Brandon Lovejoy. The motion was voted on and passes

GM Business

6:18 pm to 6:53 pm

- **Store Report - Matt**

6:18 pm

- The co-op finished just over \$1.1 million in December for the fiscal year-to-date (which starts in July 2024)
- We are on track for \$2.4-2.5 million by the end of the fiscal year
- Matt mentioned the gift cards event:
 - \$10 gift card for a \$50 gift card purchase
 - Last year we sold \$11,000 of gift cards
 - This year we're at over \$26,000 for the same program
 - Redemption has been at over \$8000 so far
- The deli is fully operational
- Brick Oven Bakery is being picked up 4 days per week
- Purchases were made for:
 - Wellness organization
 - Tentatively, a floor scrubber
 - Two new produce cards, as replacements
- There will be upcoming reviews of staff, with a modified increase for inflation and later a performance-based increase
- One cashier is hired as full-time, which qualifies for benefits
- We reviewed landlord improvements: awnings, replaced windows and seals
- The parking lot will be closed on January 16, 2025 to remove a diseased tree
- The county did maintain some of the slope on the north side of the building

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- **B Policy Review - Matt** **6:37 pm**
 - B1 Policy
 - Matt has considered changing the language of the B1 due to having to rectify debt-to-equity ratio reporting issues prior to his tenure
 - Due to the same B1 issues, Amanda has proposed that we build a variance in with a reviewable timeline
 - If this is to take place, Matt will need to supply the board with the Quick Ratio and Debt to Equity Ratio
 - Next month, Matt will make his recommendations, and leave time for discussion whether to accept those changes
 - B5 Policy
 - Matt is searching for ways to facility exploring customer opinion
 - 65% of shoppers are members of the co-op
 - All other policies were acceptable
- Action item - no vote necessary.**

Board Business

6:54 pm to 7:04 pm

- **Board Policy - C Policy Review - Amanda** **6:54 pm**
 - Update new ends (A Policy) with new bullet points
 - Update the store logo
 - Matt proposed reviewing the C2 policy
 - Are we maintaining standing operating procedures
 - This was added as point 8; it will be done by a committee this year, and next year, we will adopt a review schedule.
 - The committee will be determined in the February meeting.
- Action item - no vote necessary.**

- **Election of Board Officers - Amanda** **7:07 - 7:13 pm**
 - **Amanda** motioned to nominate Amanda as president; Leigh seconded the motion. The motion was voted on and **passed**.
 - **Leigh** motioned to nominate Katya as Vice President; Amanda seconded the motion. The motion was voted on and **passed**.
 - **Amanda** motioned to nominate Leigh as Secretary; Katya seconded it. The motion was voted on and **passed**.
 - **Amanda** nominated Brandon Brayfield as Treasure; Leigh seconded it. The motion was voted on and **passed**.

- **Code of Conduct Agreement for Board of Directors** **7:14 pm - 7:20 pm**
 - The Code of Conduct form will need to be filled out by the end of the month
 - Leigh - conflict of interest: herbalist
 - Brandon B. - conflict of interest: employed with an environmental tech company that involves another co-op

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- **Store Events** **7:20 pm - 7:23 pm**
 - The Anniversary/Super Bowl Weekend Event will be on February 8, 2025, from 11am -2pm
 - Board volunteers include: Katya, Brandon L., Leigh

- **Communications Committee - Katya, Sue, and Brandon** **7:23 pm - 7:26 pm**
 - Brandon will be chair for the next year
 - Amanda proposed creating a content calendar to help with defining a schedule

- **SOP Project Overview** **7:26 pm - 7:26pm**
 - The SOP was integrated into the conversation regarding the C2 Policy

- **C-BILD Training** **7:26 pm - 7:27 pm**
 - Covered with new members
 - There is a new session coming up on January 18th, 2025

- **Meeting Attendance** **7:27 pm - 7:29 pm**
 - If a board member cannot make it, board members need to communicate to the president (Amanda) as soon as possible
 - If a board member misses a meeting, it is on the board member to initiate a make up briefing
 - Amada would like to push toward in person meetings going forward; this is now quite feasible, due to more store space
 - It was proposed that meeting virtually would be a good back up plan in inclement weather
 - The third Wednesday of the month looks like it will still be work, but will be confirmed with board members that were not able to attend this 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

Action Items that resulted from Board Meeting:

Task	Responsible Party	Completion Goal Date
Matt	B1 proposal	Next meeting
SOP Committee	Board	Next meeting
C5 Report	Board	Next meeting
Matt	B1 Report	Next meeting

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GM Review Proposal	Amanda	Next Meeting
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Amanda motioned to adjourn. It was seconded by **Leigh**, voted on, and passed. The meeting closed at **7:47 pm**.

The next meeting is scheduled for **February 12th, 2025** at 6:00 pm at Spiral Co-Op.