

Spiral Natural Foods Co-Op
Board of Directors Meeting Minutes
11-13-2024 at 7:00 pm

Location of Meeting: video conference via Skype

Attendees: Amanda Olson, Tammy McGinn, Leigh Arnoldy, Katya Rouzina, Brandon Lovejoy, Paige Gartzke, and Matt Malecha

Absent: Jess Settergren, Mary Shaffer-Walls

Call to Order at 7:11 pm: **Amanda** motioned to call the meeting to order, seconded by **Leigh**. The motion was voted on and **passed**.

Administration

7:12 pm to 7:15 pm

- **Consent Agenda - Amanda**

7:12 pm

- **September 2024** Meeting Minutes
- **October 2024 Annual** Meeting Minutes
- **October 2023 Annual** Meetings
 - We do not have the attendance numbers
 - Include a note: due to clerical error, we do not have the attendance number
- Agenda for Evening's Meeting

Amanda motioned to approve the minutes with the addendum mentioned above for the October 2023 Minutes. **Leigh** seconded it. The motion was voted on and **passed**.

Consent agenda was voted at the end of the meeting; please see below

GM Business

7:15 pm to 7:49 pm

- **Store Report - Matt**

7:15 pm

- It was a good last month!
- Sales are up for this month, at 21% growth compared to last year at this time
- The accounting is in progress due to employment of a new bookkeeper
- Field Day specials are in full swing due to holidays
- The co-op has a New hire: Connie (cashier)
- Cassie and Matt are helping out on the front end
- The deli has had a 60% increase from last week to this week
- The co-op is still hiring for deli shifts
- Special deals: new sweet potatoes and citrus season
- Holiday hams are on the way
- Some frozen turkeys have been ordered ahead of time; fresh turkeys are up next
- The back receiving door has been run into again by a vendor; there is damage to the dry wall. This will be fixed next week, as well as covered in steel. This is the 5th time that there have been issues, with varying vendors and varying wall locations. This is a shared space for the other tenants as well. The pallets are just under 38" wide; the doorway opening is at its capacity of 5 feet.
- Matt is now able to access co-metrics

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- AMENDMENT: (8:16 pm) - 12 windows replaced, however some seals were blown out; these are now repaired and replaced by the landlord. The landlord is also replacing a window that was broken in the process of installation

- **B6 Policy - Presented by Matt; created by Cassie** **7:28 pm**
 - Cassie filled out the report; this is Matt's successor, and needs to do at least 2 annual
 - The general sense is positive, with employees being there for 20+ years, some moving up from within
 - Matt also prepped the Board for the B1 Report items, which will be presented next month; right now, there are some bookkeeping/inventory changes/data metrics that are being addressed and will be detailed in the B1 Report.

Amanda motioned to accept the **B Policy as Compliant**. **NAME** seconded it. The motion was voted on and **passed**.

Board Business **7:48 pm to 7:52pm**

- **Board Policy - D1 & D2 Policy - Amanda** **7:48 pm**
 - We will move the D1 & D2 until next month

Amanda motioned that we move the **D1 & D2 Policies to next month (December)**. **Leigh** seconded it. The motion was voted on and **passed**.

- **Member Refund Request - Amanda** **7:52 pm to 7:54 pm**
 - A member is moving out of state and will not be able to access the co-op due to the move

Amanda motioned to approve the refund of the member request. **Tammy** seconded it. The motion was voted on and **passed**.

- **Corporate Transparency Act - Matt** **7:54 pm to 8:12 pm**
 - This is to make sure that we are a legit entity, that funding is legit, and legitimizes small businesses; the board members will be applying for an individual FIN number.
 - As a co-op, we, the board, are representing the membership, we are the people responsible for verifying that the co-op is a valid corporation
 - This is for every business that is under \$5 million in sales
 - Each board member will need to file separately and identify what business that we are representing
 - Amanda and Matt will meet to help facilitate the form completion with the co-op-based details. This will be done on November 20th, 2024.
 - Each member will need to fill this out by December 2, 2024; this includes newly elected members and excludes exiting members

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- At 8:16 pm there was a store report amendment; see Store Report for details

- **Store/Board Event Planning - Amanda** **8:19 pm to 8:46 pm**
 - Sample Day - November 16th; 11am - 2pm
 - Send a note to Cassie if you can come
 - Turkey Pick Up Day - coming soon!
 - Cassie will let us know the delivery date and the next day will be the pick up
 - Cassie will be looking for volunteers
 - **December Event**
 - We could donate; Toys for Tots is one of the easiest
 - This could be at the brewery
 - Amanda will check on dates at the beginning of December
 - A one-day event would be the best
 - Project Share ISD 200 is within the Hastings Family Services Program
 - Adopt a Family: this is a list of items needed
 - Donate a meal: this is monetary only; this ties into the co-op guidelines
 - Leigh volunteered her time for bulk spice education

- **Communications Committee - Katya, Sue, Jess, Brandon** **8:46 pm to 8:51 pm**
 - No updates from the Communications Committee
 - January will be the next meeting
 - Katya explained the Communication Committee role, since new members are now on board
 - Board Blurb: for next month - could be about the event
 - Board Blurb: for January - how the membership can volunteer to be on the Communications Committee
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- **Miscellaneous Business** **8:51 pm to 8:59 pm**
 - New Members
 - We need a minimum number of votes, which was not reached
 - Paige and Mary will need to be appointed to the board for one year

- **Consent Agenda - Amanda** **8:54 pm**
 - **Amanda** motioned to approve the consent agenda and minutes. **Leigh** seconded it. The motion was voted on and **passed**.

- **New Meeting Agenda Review** **8:54 pm**
 - Next meeting is Wednesday, December 11, 2024 at 7pm on Skype
 - January will be in-person
 - Prepping new member for January items

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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
Corporate Transparency Act facilitating form information	Amanda and Matt	November 20th
Corporate Transparency Act forms completed	All board members	December 2nd
Securing a Brew with Boards time	Amanda	By November 18th

Amanda motioned to adjourn. It was seconded by **Leigh**, voted on, and passed. The meeting closed at **9:00 pm**.

The next meeting is scheduled for Wednesday, December 11, 2024 at 7:00 pm on Skype.