

Spiral Natural Foods  
Board of Directors Meeting Minutes  
December 9, 2024 at 6:00 pm

**Location of Meeting:** in person, Spiral Co-Op

**Attendees:** Amanda Olson, Leigh Arnoldy, Jess Settergren, Brandon Lovejoy, and Matt Malecha, Cassie Raway, Paige Gartzke

**Absent:** Katya Rouzina, Tammy McGinn, Sue Taylor, Mary Schafer-Walls

Call to Order at 6:04 pm: **Amanda** motioned to call the meeting to order, seconded by **Brandon**. The motion was voted on and **passed**.

**Administration**

**6:06 pm to 6:08 pm**

- **Consent Agenda - Amanda**

**6:06 pm**

- Agenda for Evening's Meeting

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

- **November** Meeting Minutes

**6:08 pm**

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

**GM Business**

**6:08 pm to 6:56 pm**

- **Store Report - Matt**

**6:08 pm**

- Spiral had a record number of turkeys sold
- November sales: 21% above previous year
- Just about a day away from \$1M in sales
- Hiring for Deli; front end working out
- NCG: featured Spiral in "How to Do It Right" article
- Field Day sale: we sold through almost everything, as well as needing to reorder several times during the sale tenure
- Holiday Issues: the co-op pre-ordered 6 months in advance; unfortunately, some of those orders have been dropped on the vendor end, leaving a hole to be filled in anticipated inventory. The recent example is chocolate. The solution is to diversify with some new brands.
- \$5200 worth of gift cards due to gift card promotion (Dec. 2-8); \$10 gift card for every \$50 worth of gift card purchase. Matt is feeling confident that this will work fiscally, due to the date purchased to date redeemed.

- **B Policy - Matt**

**6:19 pm**

- B7 - Communications to the Board
  - Board is getting the information; all reports have been shared
  - Matt is very willing to go over any items and be available to cover any reports
  - The reports are timely
  - Matt is reporting as compliant
- B8 - Board Logistical Support

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- Any information that is needed for the board to make decisions, the information is available
- Matt is reporting compliant
- B1 - Financial Conditions and Activities
  - Inventory
    - During inventory, \$14,000 was added to inventory due to a bookkeeping error; Matt was able to provide reports to counter the error
    - There was inventory that was counted as bulk and wellness; when transferred over to bulk, it was discovered.
    - Some wellness was counted by the inventory company in the incorrect department; Matt caught it, the company said they would fix it, but it was not rectified in time, and the adjustment has been made
    - Produce is counted by staff during inventory to get accurate weights of items
    - This was during Quarter 1
    - The report reflects these inventory issues, however, in practice, there is no concern, as our sales are still growing, and the average over two quarters demonstrate that this was a paper error, not a store situation.
  - Sales/Labor Hour
    - This has changed due to being able to offer health insurance for managers
  - Sales growth continues to be strong
  - Inventory turnover show strong due to inventory gap issues, outlined above
  - Debt to Equity reflects the inventory issues, but in real practice, this is not a concern
  - New member goal has been met year to date
  - Next quarter is anticipated to be back to normal

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

**Board Business**

**6:56 pm to 7:04 pm**

- **Board Policy - D Policies - Amanda** **6:56 pm**
  - D Policies topics evaluation the Board-GM relationship
  - The only issue that may need to be followed up with is the GM evaluation
  - We also will make sure that everyone can access the calendar

**Amanda** motioned that we accept the **D Policies as Compliant**. **Brandon** seconded it. The motion was voted on and **passed**.

- **Corporate Transaction BIO Reports - Amanda** **7:05 pm**

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- FinCID
- Turn in ASAP
- Legal challenge right now, but we still need to be ready to go when things move forward

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- **Event Planning - Amanda** **7:16 pm - 7:32 pm**
  - 46th anniversary Feb 8, 11-2
    - Demo day
    - Will need help right away in. Origin for grab bags
    - Shared in Slack; Cassie will update and reshare as needed
  - Book Buggy - a mini bus giving out free books for kids; we will round up for them later in the year
  - Board Event in January
    - Brandon is the only current member that is attending tonight
    - Sue, as an outgoing member, is invited to stay on as a member-owner volunteer
  - Coffee with the board is an option
  - Leigh has also volunteered time to education on bulk herbs
  - This can also be done as a board blog; talk about what we're doing
  - Cassie needs dates for Board Events as soon as a date is set
- **Communications Committee**
  - Katya was not able to be present; this was touched upon briefly
  - Review the goal for the committee
  - Amanda would like to see an overarching goal for the year
- **Miscellaneous Business** **7:32 pm - 8:12 pm**
  - Leigh - New Co-Op asking for help
    - Lynn would like to use our C policies shared to start a co-op in Grand Rapids, MN which has received site approval
    - Asking for Policy Register (the listing of all the policies in the order that we have, A, B1, C, D) if she wants it
    - There are free Policy Registers on Columinate that are updated
    - Leigh to reach to Lynn to see how she would like the forms emailed/shared, then see what else she might need
  - Amanda - CBILD **7:39 pm**
    - for new members
    - January
    - Virtual or in person options available
    - Cost covered by the co-op or paid for by member and reimbursed
  - CCMA Meeting - Matt **7:42 pm**
    - CCMA in Duluth, MN around the end of May
    - Matt plans on attending pending any scheduling
    - A lot of board members are present
  - Board Resignation - Jess **7:43 pm**

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- Resigning from board; this will be her last meeting
- Notes will be left for the person that will step into the Treasurer role
- Other Building Tenants - Brandon **7:46pm**
  - Bin sorting issues with others renters
  - Things have been going well since Spiral reached out to them about Dakota County recycling guidelines
- January Policy Review - Amanda **8:12 pm**
  - January policy review
  - Code of conduct new board members and interest forms
  - In person has been done in the past

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
BIO number	Anyone that hasn't turned their numbers in	ASAP

**Amanda** motioned to adjourn. It was seconded by **Brandon**, voted on, and passed. The meeting closed at **8:13 pm**.

The next meeting is scheduled for **January 8th**, at 7:00 pm.