

IFC Board Meeting – 6/25/18

Board Members present – Rick Shultz, Shanen Ebersole, Robin Meadows West, Lisa Bean, Susan Ekstrom, Dale Morris, Brant Kassel, Jason Johnson, Eileen Wuebker, Andrew Joesph, Jill McBroom

Staff Present – Gary Huber

Board Members not present – Ryan Marquardt

Meeting began at 5:36pm

1. Approve minutes from last meeting
 - a. Motion to approve minutes by Shanen, seconded by Robin
 - b. Passed by voice vote
2. General Managers Report
 - a. Summer sales are down as they usually are but last two cycles have been up 30% and 20% over last year
 - b. Having asparagus and other products have boosted sales
 - c. Membership forms up – most from referrals but Facebook has been helpful as of late
 - i. Next step is to turn new members into shoppers
 - d. Dale asked about new members and how we communicate
 - i. They get a new member email
 - ii. Also send out “Cart is opening email”
 1. New members get a different “cart is open” email
 - iii. Dale volunteered to be available to help new members and be accessible to help get new orders started
3. Treasurer’s Report
 - a. Overall numbers for the year appear to be on track
 - b. Still operating at a loss but on track for budget
 - c. Motion by Shanen to approve Treasurer’s Report; seconded by Andrew
 - i. Passed by voice vote
4. Review of new producer, product, and variance procedures for update and approval
 - a. Most new products do not make it to committee as staff decides that products do not meet a need for IFC.
 - b. Shanen would like executive committee to move from majority to unanimous decision.
 - i. Belief that producers or consumer members could tip the scales in either direction
 - ii. By kicking to board, hopefully get a more rounded view on issues
 - c. New items help drive sales, which is a goal of the coop.
 - d. Variances

- i. Must provide a new application and variance application
 - ii. Secretary will track variances and review each year or as needed
 - e. Robust discussion of variances and how we approve products
 - i. Should some products be under variances or new applications
 - ii. Concern for loosening of standards and how that will affect the coop overall.
 - f. Motion by Shanen to revise IFC Producer criteria in a smaller committee of 2 producer and 2 consumer members
 - i. Seconded by Jill
 - 1. Motion passed by voice vote
 - ii. Will review March IFC Producer criteria and IFC producer standards
 - iii. Lisa, Jill, Shanen, and Jason will serve on committee - Shanen will lead committee
- 5. Grass-fed beef definition update
 - a. No update at this time
- 6. Fundraising Update
 - a. Currently around \$6000 short of goal
 - b. Will send an appeal to previous donors to help “fill up the tank”
 - c. Gifts and rewards are available for donations
 - d. Will likely be a Facebook post as well
- 7. Confidentially agreement for board members
 - a. Staff should be included
 - b. If there is a breach of the agreement, member could be removed from board
 - c. Will take affect on January 1st, 2019 to include new board members
 - d. Can board members discuss finances with other coop members other than at the annual meeting?
 - i. Answer is yes
 - e. Change Financial status to read as follows
 - i. Except published financial status or information requested by members
 - f. Motion by Robin, seconded by Dale for all board members to sign confidentiality agreement by Jan 1st, 2019
 - i. Approved by voice vote
- 8. Next meeting will be July 31st at 5:30p
- 9. Review, explanation, and adaption of the Budget Committee’s report for FY2019
 - a. Three main takeaways for budget process
 - i. Growth for FY2019 set at 10%
 - ii. Reallocating money for staff
 - 1. Gary will continue at current rate for first 6 months
 - 2. Will then transition to part time to help pay for other staff to pick up the load
 - a. Emily will process member forms as an example

- b. Jennifer's hours will increase as well to 20hrs
 - iii. Increase in fee
 - 1. Current fee structure is not adequate to support the coop
 - 2. Increase to 17.5% from current 15% coop fee
 - 3. Fee hasn't been changed since 2012
 - b. Annual fee (\$10) will be charged to producers
 - i. Hadn't previously been collected
 - ii. Upwards of \$1000/year
 - c. Fee changes will likely take affect in August
 - d. Onsite sales projected to grow by 20% from 10%
 - i. Will also be collecting Coop fee from retail site sales
 - e. Motion to approve the report from Budget Committee for FY 2019
 - i. Motion by Dale, seconded by Robin
 - 1. Approved by voice vote
10. Closed Session as requested by Shanen
 - a. Staff left for this discussion
 - i. Due to discussion of salaries of staff
 - b. Member services employee will be reviewed in 6 months for hours
 - c. GM took pay cut/hour cut to help facilitate budget
 - i. Some concern for succession plan
 - d. GM bonus based on year end net profit
 - i. Would get 50% of net profit for the year
 - e. Discussion on non-compete form for GM to sign upon leaving
 - i. Question of necessity and logistics
 - ii. Deemed unnecessary at this time
 - f. Motion to get a 50% bonus of net profit above \$2000 for the GM at end of FY 2019
 - i. Motion by Shanen, seconded by Dale
 - ii. Approved by voice vote
 - g. Motion to review all staff and contractors at 6 months into FY 2019
 - i. Motion by Shane, seconded by Dale
 - ii. Approved by voice vote
11. Motion to adjourn meeting
 - a. Motion by Robin, seconded by Shanen
 - b. Meeting adjourned at 7:38p

Action Items

- Dale volunteered to be available to help new members and be accessible to help get new orders started
- Secretary will track variances and review each year or as needed
- Grass-fed beef definition update

Motions Passed

- Motion by Shanen to revise IFC Producer criteria in a smaller committee of 2 producer and 2 consumer members

- Seconded by Jill
 - 1. Motion passed by voice vote
 - ii. Will review March IFC Producer criteria and IFC producer standards
 - iii. Lisa, Jill, Shanen, and Jason will serve on committee - Shanen will lead committee
- Change Financial status to read as follows
 - Except published financial status or information requested by members
 - Motion by Robin, seconded by Dale for all board members to sign confidentiality agreement by Jan 1st, 2019
 - Approved by voice vote
- Motion to get a 50% bonus of net profit above \$2000 for the GM at end of FY 2019
 - Motion by Shanen, seconded by Dale
 - Approved by voice vote
 - Motion to review all staff and contractors at 6 mos into FY 2019
 - Motion by Shane, seconded by Dale
 - Approved by voice vote