



**Minutes of Lakewinds Natural Foods
Board of Directors' Meeting
Monday, December 5, 2011**

Doug Engen, President
John DePaolis, Vice President
Joe Wagner, Treasurer
Masha Yevzelman, Secretary
Dale Woodbeck, General Manager

Cheryl Ahlcrona (*)
Karen Coune
Caroline Hermes
Fred Ladner
Taiha Wagner

(*) *absent*

The President called the meeting to order at 6:30 PM Monday, December 5, 2011 in the Minnetonka meeting room. (This meeting was moved from the original date of Monday, November 28, 2011.)

Consent Agenda:

The consent agenda included the list of applicants during November for co-op membership (93), the listing of repurchased memberships (9), the minutes of the October 25 Board Meeting, and the General Manager's November report. Approval of the consent agenda was moved and seconded and all voted in favor.

GM and Financial Report – Dale:

Dale reviewed his written report and gave an update how the opening of the Minnetonka Whole Foods location has affected sales at the Minnetonka and Chanhassen stores. Dale also gave an update on the store refresh, which is 99% complete. Fred relayed member comments about posting nutrition info and about the music playing at the stores.

CoMinnesota Update – Doug:

Doug summarized the discussion at the all-cooperative's meeting that he attended on Saturday, December 3, which centered on the impact on food cooperatives of Whole Foods and of big box retailers selling organic foods. The conclusion of the December 3 meeting was that there needs to be more education about what makes a cooperative different from a big box store.

Seward and Linden Hills Board Visit Update – Doug:

Doug summarized what he learned from his board meeting visits to the Seward and Linden Hills Cooperatives. The major topics of discussion at both meetings was member linkage and annual meetings. Doug is planning to attend a Mississippi Market meeting in the near future.

Presentation – Katherine Roseth (marketing) and Rachel Eide (marketing):

Katherine and Rachel led a discussion of Lakewinds' community involvement. They presented a chart of Lakewinds' donations, which consists of both monetary donations and food. A suggestion was made that we strengthen our message to members regarding

Lakewinds' extensive community involvement. Katherine presented a new focus for our grant program. Dale commented on how the proposed focus fits well with Lakewinds' mission. Concerns were raised regarding vetting applicants that are not 501(c)(3) organizations and the ability of Lakewinds to take a tax deduction if grants were given to for-profit organizations. All board members ultimately expressed support for Katherine's suggested focus for the grant program.

Board Committees Update – Doug:

Doug led a discussion regarding our four board committees: Finance, Board Development, Member Linkage, and GM Compensation. As President of the Board, Doug will be an *ex officio* member of each committee. Joe will continue leading the Finance Committee with John and Doug. The Board Development Committee will consist of Carolyn and Masha. The Member Linkage Committee will include Taiha, Karen, and Cheryl. And the Executive Committee will serve as the GM Compensation Committee.

The Member Linkage Committee will work with the marketing department on member focus groups, annual meeting planning, and the voting process for board elections. Carolyn emphasized that we need to recruit people for the board who have a strong finance and/or accounting background.

Minnetonka Parking Lot, Office, and Store Update– Dale:

Dale discussed the need to expand the Minnetonka parking lot. He also discussed the length of our lease term for the Minnetonka office and the impact of the lease's expiration on available storage space at the Minnetonka store.

POS System and Website Update – Dale:

Dale updated the board on the progress of a new POS system and website redesign.

Board Development and Ethics Statements– Dale and Doug:

Board members were presented with the opportunity to attend the CBLD Leadership training on January 21 as well as the CCMA Conference in June 2012. Doug indicated that he received signed Annual Ethics/Conflict of Interest Statements from each board member. No conflicts of interest were disclosed.

Closed Session Held.

International Year of the Cooperative – Dale:

Dale presented materials on the U.N. resolution for recognizing 2012 as the International Year of the Cooperative. Karen moved to endorse/adopt the International Year of the Cooperative resolution. Taiha seconded the motion. Seven board members voted in favor of the resolution and one board member abstained.

Meeting was adjourned at 8:29.