

Minutes of Lakewinds Natural Foods Board of Director's Meeting February 22, 2010

Board President John DePaolis called the meeting to order at 6:34. In attendance were Doug Engen, Caroline Hermes, Fred Ladner, Jennifer Reilly, Katherine Roseth, Joe Wagner, Dale Woodbeck, GM Libby Trader and John Case.

Consent Agenda

A motion to accept the Consent Agenda was made by Doug, seconded by Fred and passed unanimously.

Finance – Capital Offering

JW distributed a handout which included an analysis of share offerings by three other local coops including Seward, Harvest Moon and Eastside. Each program differed due to each coops' circumstances; Seward's was for expansion, Harvest Moon's to fund a start-up and Eastside's to stabilize its financial condition. After describing each program and a brief discussion he made a recommendation for Lakewinds' program. They followed a long discussion of this proposal. The Board reached a consensus on a program to be launched as soon as possible.

The program will be for a total of 50,000 shares at \$100 each and follow a two tiered approach for continuous issuance over an unspecified period of time with the first tier consisting of 30,000 shares and the second 20,000 shares. The use of proceeds will be for a variety of things such as payment of debt, capital expenditures/improvements and expansion. The minimum investment will be \$1,000 however there will be a special program for employee members allowing them to buy 2 shares (\$200) with a 50% employer match through a payroll deduction plan. Doug made a motion to authorize Joe to work with Rachel Soffer to have a draft offering memorandum prepared along the lines of the above framework for the next Board meeting. This was seconded by Caroline and passed unanimously.

Miscellaneous Business – Authorize Interim GM

As Libby will be leaving on the 26th it will be necessary for the Board to pass a resolution to give John Case the authority to sign/co-sign on the coop's 4 bank accounts. John DePaolis made a motion to pass such a resolution which was seconded by Jennifer and passed unanimously.

There being no other business for this part of the meeting the Board went into Executive Session. At 8:00 Doug made a motion to adjourn which was seconded by Dale and passed unanimously.