

January 22, 2009

Grain Train Board Meeting Minutes Accepted as read 2/17/09

The Grain Train is committed to empowered individuals, vital communities and a healthy Planet. As a Natural Foods Cooperative, we are the trusted source in northern Michigan for high quality, local, organic and natural products at a fair value to our member/owners and community.

Board members present: Meg McClorey, JP Westbrook, Dan Tosch, Gary Hammons, Micheal Cromley, Allie Maldonado, Maggie Daniels, Amy Maus, Judy Revallo

Staff present: Carrie Livingston, Michael Mann

Community members present: John McClorey, Meghan Wruk, and Scott Gordon

1. Call meeting to order: Quorum was present and JP Westbrook called the meeting to order at 6:08. **JP made a motion to amend the December 22, 2008 minutes. The motion was seconded and accepted by all. The December minutes were accepted and amended, to read as 5.2g of the bylaws state “ensuring that the books are compiled, reviewed, or audited at least every two years”**
2. Next Meeting set for Tuesday February 17, 2009 at 6:00 pm.
3. GM Report:
 - December sales were \$230,502 compared to \$226,274 sales from last December; this reflects a 2% increase month to month. Year to date we show a 2.8% growth in sales.
 - Owner equity for the month was \$305 compared to \$930 last year. We had 5 new owners join this December and 3 joined last December.
 - **Allie made a motion that the Board create a resolution to delegate such responsibilities, appropriate powers and duties as the board sees fit to the GM.** Seconded by Micheal Cromley, JP Westbrook, Dan Tosch, Gary Hammons, Micheal Cromley, Allie Maldonado, Maggie Daniels, Amy Maus voted in favor. No Nays. Meg Abstained from voting. The resolution will be written by email.
4. Old Business
 - Date & Time of BOD meeting – set as the third Tuesday of the month at 6:00
 - Vacant Board Position – Judy has not resigned. Judy stated she was on the board.
5. New Business
 - GM Review of the past fiscal year. JP made a motion that the previous executive committee (Dan Tosh, Elizabeth Gertz, JP and Judy Revallo) and the current executive committee (JP, Mike, Allie, Meg) are involved in the GM Review. Dan Tosh seconded it. All in favor. Date & Time set via email.
 - Bylaw Committee Meeting – scheduled Wednesday 1/28/09 at 6:30 at Allie Maldonado’s office
 - **Allie Maldonado made a motion to direct the GM to get bids from 3 local accounting firms for the cost of an audit by the next meeting. Seconded by Amy Maus. Accepted.** JP Westbrook, Dan Tosch, Gary Hammons, Micheal Cromley, Allie Maldonado, Maggie Daniels, Amy Maus voted in favor. No Nays. Meg Abstained from voting,
 - Addendum to the agenda - Resolution for \$75,000 equipment Bank Loan. **Gary made a motion to add the rate of no more than 6% at a fixed rate to the resolution. Seconded by Amy and Michael. All voted in favor.**
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6. Grain Train Strategic Plan Update:
 - Committee Updates:
 - BOD Development - Board Retreat April 18 – **Dan made a motion to ask Carrie to contact Lyn Jenks about the BOD retreat on April 18. Gary seconded it. All in Favor.**
 - BOD outreach – Member Marketing outreach committee – JP, Meg, Mike, Carrie, Dan and possibly Jamie. Tuesday 1/27/09 at 1:00

- Green committee is waiting for Brad to contact Carrie, waiting for a proposal for a energy audit of the building (Mike, Micheal, Meg, Gary, Judy, and Amy)
 - Finance Committee meeting - 1/27/09 at 6:00 Allie's Office on M131.
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7. Open Member Forum- Meghan Wruk, Mike Mann, John McClorey, Scott Gordon were present.
 8. Adjournment: **Gary made motion to adjourn JP seconded. Meeting adjourned at 7:18.**