

Approved 12/21/2010

**Grain Train Natural Food Cooperative  
Board of Directors November 16, 2010 Meeting  
Horizon Book Store, (basement meeting room) 6:00 PM**

**Attending:** Amy Maus - Vice President, Hal Willens - Treasurer, Trisha Shattuck - Secretary, Allie Greenleaf Maldonado, David Heidtke, Maggie Daniels, Renee Allen

**Absent:** John Paul Westbrook (J.P.) - President

**General Manager (GM):** Robert Struthers

**Employee Member/Owners attending:** Troy Smith, Annie Rozycki arrive after the start of the meeting.

**Time Keeper:** Trisha

**Secretary:** Trisha

**Our Mission:** 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 membership and community.

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**Meeting called to order:** (6:00) Quorum determined

**Open member forum:** Postponed momentarily.

**Approval of minutes** from the October 16, 2010 Board meeting.

Amendment to the minutes: Amy arrived after the General Manager's Report.

**Motion:** Trisha motions and Renee seconds the motion to approve the October 16th Board meeting minutes with revision. Unanimous approval.

**Next meeting:** December 21, 2010, Horizon Book Store, basement meeting room.

The GM states that the new location of the Grain Train auxiliary office is above the Grand Traverse Pie Company, and will have space for meetings. As yet, no office furniture is present.

**Open member forum:** Troy and Annie express concerns, suggestions for improvement and reflections.

**General Manager's Report :** Document provided to Board members via e-mail.

**Motion:** Renee motions to pass the Chase Bank credit, **CERTIFICATE OF RESOLUTIONS** with a maximum single amount of \$5000 as a limitation placed upon [single purchases]. The General Manager will be the only authorized user. Maggie seconds the motion. Unanimous approval.

**Motion:** Allie motions for the Board to approve \$15,000 for use as staff bonuses. Amy seconds the motion. Discussion. Unanimous approval.

**Motion:** Renee motions for the Board to reestablish the General Manager Review Committee. Amy seconds the motion. Unanimous approval. (GMRC) Must meet prior to next meeting.

**Old Business:**

**Recent Board Retreat:** Reviewed and discussed.

**Motion:** Trisha motions for the Board to thank Meghan Wruk and her deli staff for preparing the food for the retreat. Amy seconds the motion. Unanimous approval.

Board to begin brief, monthly educational discussions on Policy Governance.

**Grain Train to receive a check for \$35,000** associated with insurance claims.

Treasurer to contact accountant and CPA, David Wilson

**Next Emmet County Circuit Court Hearings** associated with the alleged embezzlement case against the former General Manager, Ms. Carrie Colleen Livingston:

**Motion/Hearing on Dec. 6 @ 2:15 PM, before Hon. Charles Johnson  
Circuit Court Plea on Jan. 18 @ 9:00 AM - case begins.**

**New Business:**

**Motion:** Amy motions for the Board to reimburse the Secretary for office and entertainment expenses detailed and presented. Maggie seconds the motion. Discussion: Expense to come from the Consultant line item section of the budget. Seven vote in support of the motion. Trisha abstains.

**Next agenda to include:** Health item, Accountant review, General Membership Meeting update .

**Motion to adjourn:** Renee motions to adjourn. Allie seconds the motion. Unanimous approval.

**Adjournment: 7:12 PM**