

Approved 4/19/2011

**Grain Train (GT) Natural Food Cooperative  
Board of Directors March 15, 2011 Meeting  
Grain Train Satellite 2nd floor offices, 6:00 PM**

**Attending:** John Paul Westbrook (J.P.) - President, Amy Maus - Vice President, Dave Heidtke- Treasurer, Trisha Shattuck - Secretary, Allie Greenleaf Maldonado, Hal Willens, Carolyn Belknap, Maggie Daniels  
Robert Struthers - General Manager (GM)

**Absent:** Renee Allen

**Time Keeper:** Amy

**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:** (6:01) Quorum determined

**Open member forum:** No one present.

**Approval of February minutes:**

**Motion:** J.P. motions to approve the February 15, 2011 Board Meeting Minutes with one revision: removal of initials associated with votes. Motion seconded by Amy.

Discussion: **Vote:** Unanimous approval.

**Next meeting:** April 19, 2011 6:00 PM Meeting to be held at the Grain Train Satellite office in the Traverse Pie Company Building, 2nd floor, end of the hall.

**GM Report:** Document sent to the Board reviewed and discussed.

**Old Business:** As a result of her embezzlement of Grain Train funds, the Sentencing Hearing for Carrie Coleen Livingston scheduled for March 10, 2011 in Emmet County Circuit Court occurred with Board testimony, but the actual sentencing was postponed. The prosecuting attorney, Duane Beech requested postponement until the defendant transfers the restitution funds to the Emmet County court system for distribution to the Grain Train. Bail was withdrawn and the defendant remains lodged in Emmet County Jail.

**Next Sentencing Date:** Tuesday April 12, 2011 at 2:00 PM

**General Membership Meeting Minutes:** Allie agrees to reformat the PDF files provided by volunteer, Laura Cherven so as to bring the minutes into compliance with defined Board Meeting record-keeping guidelines.

**Policy Governance Retreat recapped:** Secretary to mail out a revised Policy Register recently approved at the PG Retreat, as well as the list of items placed in the "Parking Lot" awaiting further Board review.

**New Business:** CBLD 101 is scheduled to occur on Saturday, May 21, 2011 in Mt. Pleasant, Michigan beginning at 9:00 AM and lasting until 6:00 PM. Board members attending to arrange a carpool.

**General Manager Evaluation Committee (GMEC) update:** Committee Chair, Renee was absent at this meeting, but the committee continues to work towards crafting a framework for evaluating the GM, Robert Struthers. A recommendation to the Board from the GMEC will be forthcoming soon.

**Quarterly Audit:** Dave presented some material summarizing why the idea of quarterly audits should be reconsidered and asked that it be put on next month's agenda.

**Patronage Rebate:** Dave suggests the Board wait to provide a patronage rebate until the end of 2011 to ensure the payout is more substantial and allows a better capture of tax advantages.

**Accountants:** The issue of the accountants was discussed.

**Adjournment: Motion:** Amy motions to adjourn the meeting. Allie seconds the motion.  
Discussion: **Vote:** Unanimous approval.

**Meeting concludes:** 7:27 PM