

OKLAHOMA FOOD COOPERATIVE

BOARD MEETING

Operations Center

June 6, 2010

Board members attending - Deedra Hovey, Ann Young, Dawn Mahiya, Kara Joy McKee, Robert Waldrop, Paulette Rink, Greg Parker, Chelsey Simpson, and Walter Kelley

Dawn convened the meeting at 4:30 p.m. The agenda for the May meeting and the minutes for the April meeting were approved unanimously.

Rules of order

Walter had submitted a draft version of some rules of order for Board meetings to the Board prior to the meeting. Board members suggested some changes, including a requirement that written reports be submitted by the Wednesday before the meeting and a rule that oral reports be limited to 5 uninterrupted minutes with discussion and any action items to follow. Also, all items that require action should be included in the preliminary agenda for the meeting or be subject to the 2/3 rule for adding agenda items. The complete text for the rules of order for Board meetings is contained in Attachment 1. The following motion passed unanimously:

Motion (Paulette, Kara Joy) The Board approves the rules of order as modified and directs that they be included in the Policy Manual.

The logo contest

Chelsey had submitted several logos to the Board and had asked that Board members say which of the logos they did not like. There were three logos that had few or no negative votes. After some discussion, it was decided that the first prize would be a \$150 credit for a member or a \$100 credit plus membership for a nonmember. The two runners-up would each receive a \$50 credit or a membership. First prize will be awarded to the logo with tomato plant theme:

Motion (Chelsey, Ann) The Board adopts the logo with modified tomato plant theme as the official logo for the Co-op.

The motion passed with Robert abstaining and Greg voting against the motion.

New chair for the Standards Committee

The Board unanimously approved Dawn's appointment of Robert as the chair of the Standards Committee.

CIO report

Greg is continuing to work on the migration to the new server. He is hoping for a July 1 startup for the new server. Users should notice no difference, although the listserves will change. He will send an email to the entire membership to notify them when the website is going to be down, perhaps June 26, 27.

GOM report

A broken copier caused problems at the May delivery day, but otherwise things went well. The department that handles frozen foods tends to lag behind the others, but we now have new volunteers in that section. Kara Joy visited Ponca City and found a lot of interest there in the Co-op. She is working on the organizational charts, making some changes so that things run smoothly. She wants the Board to consider instituting different levels of work credits for workers at different levels of the operation and will bring a recommendation to next month's meeting. Greg noted that this will require some changes in the software. Also, he is currently working on a system for site managers to contact their customers for a delivery day. Robert said that such a system should also include a data base for recent order cycles. Adam Price has taken on the duty of Operations Center Team Captain.

The meeting recessed from 5:55 until 6:10.

Financial report

No financial report had been submitted by the meeting time. April has requested a three month break from her duties as Treasurer to take care of some problems involving her business. She said that Lori can cover some of the duties and that she herself will be available for the June delivery day and to answer questions after that. Further discussion led to the following motion:

Motion (Robert, Kara Joy) The Board accepts April's request for a three month leave of absence, subject to the President's receiving a satisfactory financial plan to cover that period of time.

The motion passed unanimously.

Producers' report

Paulette reported that three producers have satisfied all requirements to be considered by the Board for approval to sell through the Co-op. These producers were approved unanimously by the following motions:

Motion (Deedra, Ann) The Board approves Two Tomatoes Veggies to sell food through the Co-op.

Motion (Deedra, Ann) The Board approves Ellaberry Gardens to sell food and nonfood items through the Co-op.

Motion (Deedra, Kara Joy) The Board approves Fisher Produce to sell organic produce through the Co-op.

The Board went into executive session from 6:25 until 6:50 to discuss a problem producer.

Standards Committee

Robert distributed the revised standards for prepared and processed foods (see Attachment 2). After a brief discussion these new standards were adopted unanimously in the following motions:

Motion (Deedra, Greg) The Board accepts the new standards for prepared foods.

Motion (Deedra, Greg) The Board accepts the new standards for processed foods.

The Standards Committee is still working on standards for co-processed foods.

Vice President for Customers report

Chelsey had previously submitted a written report to the Board (see Attachment 3). She also reported verbally that both the customer and producer surveys are ready. The following motion derives from her discussion in the written report:

Motion (Chelsey, Greg) The Board approves Chelsey to move forward with developing a series of questions for each producer within a category for the purpose of enabling customers to compare producer methods.

The motion passed unanimously. These questions will expand on the existing questionnaires that are used for visitations of producers.

Membership

Dawn told the Board that 89 new memberships have been paid for the month of May. Also, she noticed that we have enough money left for just two low income memberships. The next motion passed unanimously.

Motion (Walter, Kara Joy) **The Board accepts the new memberships for May and issues an appropriate amount of stock for them.**

Dawn announced that the next Board meeting will be June 27. The meeting adjourned at 7:20 p.m.

Submitted by Walter Kelley, Secretary

Attachment 1

RULES FOR BOARD MEETINGS

1. The presiding officer shall be the president, or in the absence of the president one of the vice presidents shall preside.
2. **Agenda.** Agenda items must be submitted to the president at least 48 hours in advance of the meeting. Written reports must be submitted to the president by the Wednesday before the Board meeting. The president shall send the agenda to the Board and to the membership at least 24 hours in advance of the meeting. The agenda must be approved at the beginning of the Board meeting. The agenda shall include all items requiring Board action. Additions to the agenda at the meeting require at least a 2/3 vote for passage.
3. **Minutes.** The secretary or substitute shall take the minutes and post a draft to the Board for comments. The final draft minutes is posted at least 7 days before the next Board meeting. Approval of the minutes is part of the standard agenda for Board meetings. After the minutes is approved, it shall be posted to the Co-op website.
4. **Discussions.** For each agenda item, the presiding officer shall call on someone to present the item. This person can have up to 5 uninterrupted minutes to make the presentation. Open discussion then follows, and the presiding officer may participate in the discussion.

5. **Motions.** All motions must be seconded before they can be discussed. The maker of the motion can have up to 5 uninterrupted minutes to present the motion, and open discussion follows. Amendments to motions can be made during discussions; they must be seconded, discussed, and submitted to a vote before the original motion is disposed of.
6. **Special motions.**
 - a. Motions to close or limit debate require at least a 2/3 vote for passage. Motions to limit debate should be specific, e.g. "I move that the remaining discussion of this motion be limited to 5 uninterrupted minutes per Board member."
 - b. Certain motions are not debatable: to close or limit debate, to recess, or to adjourn.
7. **Voting.** All votes with the exception of the election of a Board member shall be by show of hands with the presiding officer voting only to break a tie. Only Board members present at the meeting can vote. The outcome of votes shall be recorded in the minutes; in case the vote is not unanimous, the names of members voting "no" or "abstain" shall be recorded in the minutes. The election of a Board member shall be by secret ballot with the presiding officer participating. In this case, the numerical vote will be recorded in the minutes.
8. **Executive session.** The Board may go into executive session to discuss personnel issues, matters involving recommendations regarding problem producers, vacancies to Board positions and officers, action on real estate and real property transactions, litigation and/or liability (existing or anticipated), threats to members or the Co-op, matters of competitive advantage, or owner-member complaints against individuals rather than the the Co-op itself.

Attachment 2

PREPARED FOOD PRODUCT REVISION Version 1.3.2

1. In order to sell a prepared food product, a coop member must apply for and be approved as a Prepared Food Producer, using the application published at the coop's website. No producer may sell Prepared Food Products without applying for and being approved as a Prepared Food Product producer. Existing producers of prepared foods are grandfathered in as Prepared Food Producers, but they must complete the application form and send it to the Compliance Committee for review. Existing producers, not presently producing or selling

prepared foods, must apply to become a Prepared Food Producer if they desire to add prepared food products. Products sold by a Prepared Food Producer must be made by the Producer, or his or her household, or employees. A prepared food producer may rent a facility to prepare his or her products.

2. Definition: A Prepared Food Product is any food that has been prepared in a manner which changes the food from its original state, but which does not require a Processing Authority Letter from an agency that issues processing authority letters. This does not include primary food products like raw meat, raw vegetables, unmilled grain, etc., nor processed meat products like sausages, meats, charcuterie prepared by a USDA or ODA licensed processing facility.

3. The existing standards for prepared foods as of the date of the adoption of this standard, remain unchanged. These standards are in addition to those standards.

4. All prepared food products sold through the Oklahoma Food Cooperative must comply with all applicable laws and government regulations, and the producer warrants to the Coop that the prepared products to be sold by the producer comply with the relevant laws and regulations. For the purposes of this standard, cured meats, sausages, luncheon meats and other charcuterie, offered by producers, prepared by a processor that is licensed by the USDA or the state of Oklahoma, are not considered to be prepared foods, but they must comply with the Coop's requirement that all ingredients be listed in the product description.

PROPOSED REVISION IN STANDARDS FOR PROCESSED FOOD PRODUCERS v 1.4.2

These standards are in addition to #s 6 and 7 of the "Products that may be sold through the Oklahoma Food Cooperative" standards.

1. In order to sell a processed food product, a coop member must apply for and be approved as a Processed Food Producer, using the application published by the Standards Committee at the coop's website. No producer may sell Processed Food Products, as defined herein, without applying for and being approved as a Processed Food Product producer. Existing producers of processed foods are grandfathered in as Processed Food Producers, but they must complete the questionnaire and send it to the Compliance Committee. Existing producers, not presently producing or selling processed foods, must apply to become a Processed Food Producer if they

desire to add processed food products. Products sold by a Processed Food Producer must be made by the Producer, or his or her household, or employees. A processed food producer may rent a facility to produce his or her products.

2. For the purposes of this standard, a Processed Food Product is a food that requires a Processing Authority Letter issued by an agency that issues processing authority letters to be legal for sale. All processed food products, as defined herein, sold through the Oklahoma Food Cooperative must comply with all applicable laws and government regulations, and the producer warrants to the Coop that the processed products to be sold by the producer comply with the relevant laws and regulations.

3. All applications to become a Processed Food Producer must include the number(s) from the Processing Authority Letter(s) documenting that their food processes have been approved by the appropriate authorities.

4. After initial approval as a Processed Food Producer, the producer must supply the Compliance Committee with the appropriate Processing Authority Letter numbers for any new Processed Food Products, as defined herein, added to the producer's product line.

Attachment 3

VP for Customers Report

Logo - I have a poll set up and ready to go on Survey Monkey for the two logos that no one voted against. But we are going to talk about the logo one more time before it goes out to make sure we approve. I am really anxious about working on the website, but the logo needs to come first.

Routes - Aside from the fact that helping manage the GM is part of my job description, this is a bit out of my category, but worth mentioning. I told Kara Joy I will help her get a handle on the route situation as I am one of the longest standing route managers. I'm also actively trying to find a third Edmond site and a NW site. I contacted people at Mayflower church for NW. Hopefully I will know more asap.

Outreach - I have several interested volunteers for various outreach tasks and a really good contact in Lawton who is throwing a local food fair there this month/ I am having an all-Edmond co-op party at my site and would like to see others do the same.

Proposal:

I am proposing a change to the producer rules and website information that will make it easier for customers to obtain uniform information about each producer's practices. I think advocating that consumers "know their farmer" is more important and easier than instituting and policing various rules and regulations further defining animal containment, chemical use and non-Oklahoma materials (among other things). I propose that products be divided into categories and that a small but fixed set of questions be assigned to each category for producers to answer in brief. Co-op volunteers will verify the answers to the question during the inspection process.

Question details will have to be worked out and carefully worked, but will include issues such as animal housing, time animals spend outside, how long an animal is owned before slaughter, use of heirloom varieties and breeds, use of chemicals and source of materials in non-food products.

The goal is to help consumers be informed while giving producers more opportunity to highlight their good practices.