

MACOMB FOOD CO-OP BOARD
SPECIAL MEETING MINUTES
November 3, 2018

PRESENT: Randy Powell, Jeanne Nehls, Tim Mealiff, Rose Elam, Margaret Ovitt, Maureen Wallen, and Dusty Berg (by telephone)

The meeting began at 7:34 am at Jeanne Nehls' house.

Randy began by saying at the Annual Meeting, Rose, Dusty and Margaret were elected to the Board. On October 30, in Executive Session, the Board appointed Maureen to fill a two-year position, leaving the other two-year and the one-year positions open. It was decided to look outside the pool of candidates that ran for the Board to fill these two vacancies, preferably a producer for one. The meeting concluded. Randy spoke to Gordon and Pam Rands, who had been waiting in a separate room, to inform them of only one appointment to the Board.

Randy then filled the members in on what transpired on Wednesday, October 31. The Rands asked Randy for a formal agreement of what is owed them from the Co-op's bank account. They did not say they were going to withdraw the money from the account. At 2:00 pm, Randy was informed in a text from Gordon that they had asked Crystal to write a check for \$3,662.44. They also removed equipment that they had purchased (blender, bowls, G&G food and packaging) from the Co-op store. Tim asked if the \$3,662.44 included the \$1,000 gift/loan? No, it did not.

ENTER EXECUTIVE SESSION. It was moved by Jeanne and seconded by Rose we enter Executive Session at 7:45 pm. The motion passed. (Note: the confidential portion of this Executive Session regarding legal advice has been removed from these minutes.)

EXIT EXECUTIVE SESSION. The Board left Executive Session at 8:15 am with a motion by Jeanne and a second by Margaret. Motion passed.

Jeanne said that at our August 21 Board meeting where the two loans were discussed, one from Sheila Nollen and the other from the Rands, Sheila drew up an agreement for her loan repayment, but the Rands would not. The Board had a tie vote on whether it was necessary to have written documentation of a financial gift from a Board member.

Jeanne moved that we authorize Crystal to remove former Board members from the Co-op bank account by changing the gmail password. Margaret seconded the motion. The motion passed.

Tim asked how the next payroll would be processed? Margaret said we need an accountant.

ADJOURNMENT. Randy declared the meeting adjourned at 8:16 am.

Respectfully submitted,
Rose Elam, Secretary