

**Finland Cooperative Board Meeting July 8, 2021. In person meeting.  
Present: Sue Rian, Honor Schauland, Andy Gomez, Bev Nowacki, Manager Karl Klinker, Teresa Anderson. Absent: none**

Board reviews 2019 Annual meeting minutes and discusses whose seats are up for election this year. Honor, Sue, Andy, and two open seats vacated by Kaare Melby and Julia Kloehn.

Meeting called to order at 7:11 pm.

June 10, 2021 meeting minutes - delete an incomplete sentence - Motion to approve with corrections by Sue, seconded by Andy, all in favor, motion passes.

Treasurer's report - \$800.66 in the account. Bev signed an updated agreement, now Honor, Andy and Karl need to go sign at the Credit Union in order for Bev to be able to do treasurer things, like paying the scholarships. Line of credit - need to get that figured out. Signers should be President Andy Gomez, Treasurer Bev Nowacki, Manager Karl Klinker, and Secretary Honor Schauland needs to bring a signed copy of the minutes. Motion to approve Treasurer's report by Teresa, seconded by Honor, all in favor, motion passes.

Shares to approve or sign - none to sign at this time.

Shareholder comments - none at this time.

Manager's report - things are going well. The charge accounts had a hiccup in the POS system - no records of anything before August 2019. NCB is working on sorting it out. Everything on the billing side of things is fine. We do have a backup that would cover the thing we have lost, but they have to teach us how to do that. Backing up was not a regular thing until last year. Email was down for 2 weeks - David Dietz got that back up and running, playing catchup with that. Accepted the bid for the parking lot with KTM, no set date yet. Will not have a financial report for the proposed Annual meeting because Steve Fleece accountant who was at Licari Larson is now going independent. Idea floated to push the Annual meeting back until the situation is sorted out. Karl will call Licari and talk to someone there about what is happening. Board agrees to push the Annual meeting back until we have financials. Discuss what the Manager will be reporting on at the Annual meeting - money saved on taxes through member purchases. In the process of finishing up equipment grant - \$17,000 when Honor and Karl get it submitted. Complaints about the A/C being too cold. Discuss alternate parking during paving. Karl will be talking to the township about parking on their property and bringing people in through the side door. A couple weeks ago the normal grocery driver from Mason was off and the new guy was way off and was super late because he drove all the way up the Sawbill Trail. Open hours have been until 7pm since Memorial Day weekend.

Old Business: Property search - Andy has had a hard time getting hold of Katy. We need to know what she wants for the land and whether it will work for our needs given the wetlands area there.

Discuss abandoned equity and shares of members who have died. We need to review the bylaws and make a plan and a policy to deal with it. Honor and Bev met and came up with the beginnings of a plan. We need to digitize the old shares somehow. We need to scan everything and have a searchable excel file to be able to use formulas, cross referencing, etc. Do we need to digitize before buying anything back? Or can we make a policy to deal with anything in the meantime? If people ask, we say yes, shares are worth \$10, but the board is currently not buying them back until we can sort out what to do. Honor and Bev will keep meeting and figure out a recommendation for the board/annual meeting. Ask for governance committee members at the annual meeting.

Karl's Employment anniversary - Bev and Andy were planning to meet and go over performance metrics but they were unable to do that - will plan to meet ASAP to go over that. Karl currently makes \$ plus insurance. He was supposed to have a review 6 months ago, but that's where the performance metrics that have not yet been discussed with Karl come in. Can we just give performance metrics to Karl right now? Might take a long time and everyone has plans after the meeting. Karl just wants to know where he stands with the board. Talk about how Karl manages other employees. Discuss what the compensation policy is. Each manager has kind of worked out their own policy, but there should be a policy for the Board for the manager's compensation.  
<Karl leaves>

Board goes into executive session to discuss manager's compensation and performance metrics, expectations and what we want to see. Discuss a board liaison for checking in with the manager monthly and the board agrees that Bev will be the liaison. Honor will work on a draft manager compensation policy. Board agrees to give a \$2,500 bonus at this time and Andy and Bev will meet with Karl to talk about performance metrics with bonus amounts on Monday the 12th. Andy calls Karl for a time - 8-9am. Bev makes a motion to grant Manager Karl a \$2,500 bonus for his exemplary performance in the last year, Teresa seconds, all in favor, motion passes.

New business: Annual meeting postponed and rescheduled for August 24th.

Next regular board meeting will be August 5th at 7pm. Bev will come but it needs to be short.

Bev moves to adjourn. Teresa seconds, all in favor, motion passes. Meeting adjourns at 9:10 pm.

Respectfully submitted,



Honor Schauland, Board Secretary