



**DNF Board Meeting
Oct 21st 5:30-7:45 pm
Rocky Mt Retreat Center**

Time	Subject	Facilitator
5:30	I. Call to Order	Danny
	II. Check-in Question	Danny
	DNF Ends Statement Durango Natural Foods Co-op is a member-owned cooperative grocery store serving the Durango area. Our business philosophy is based on 'triple bottom line' values – people, planet, & profits. We do this so that: • Healthy, local, organic, responsibly-sourced products are available to anyone who wants them. • Consumers have an uplifting, satisfying, and safe shopping experience. • Local and regional farmers and producers have a reliable market. • Our employees have a great place to work. • Our community has more equitable food distribution. • Members are part of a socially just and environmentally responsible business. • Our community has a hub of ideas and visions for the future. This will ultimately result in a thriving, informed, locally-focused community, which rests on a healthy planet.	
	III. Membership Comments or Questions	Board
	IV. Minutes Approval from last meeting	Ryan
	V. Agenda Approval	Danny
6:00	VI. Old Business	
	A. Joe to provide an update on the replacement front door delivery and installation coordination with the contractor	Joe

B. Road diet financial impact communication was to be sent to Durango City Council, copying Board and Local First	Joe
C. Update on staff appreciation card signing and gift distribution	Mads/Sheryl
D. Update on the Katrina/Pat Blair recognition plaque — quote and details from local maker	Mads/Don
E. Selection of Governance Committee Chair	Board
F. Update on member loans; Pat Blair loan contact and Robert Conner repayment discussion r	Don/Danny/Joe
G. Board retreat planning update	Don/Caroline
H. Patronage Dividends; to be explained to members in Cup of Joe or elsewhere.	Joe

6:40 VII. GM report/questions, comments GM/Board

6:55 VIII. Policy Governance

D4 (Monitoring GM Performance)

7:00 IX. New Business

A. 2027 Board Budget	Don/Danny
B. Board Message	Caroline
C. Board Calendar	Joe
D. NCG conference takeaways; expansion resources and employee benefits	Mads

7:15 X. Committee Updates

A. Executive	Danny
B. Special Events	Ryan
C. Governance	Chair
D. Feasibility	Lauren
E. Finance	Don

7:45 XI. Meeting Adjourn

Policy Type: Board-Management Relationship
Policy Title: D4 – Monitoring GM Performance
Last Revised: November 16, 2022

The Board will systematically and rigorously monitor and evaluate the GM's job performance compared to expectations set forth in Board policies.

1. The Board will acquire monitoring information by one or more of three methods: (a) by internal report, in which the GM discloses policy interpretations and compliance information to the Board; (b) by external report, in which an external, disinterested third party selected by the Board assesses compliance with Board policies; or (c) by direct Board inspection, in which a designated director or committee assesses compliance with the policy.
2. In every case, the Board's standard for compliance will be any reasonable GM interpretation (as described by operational definitions and metrics) of the Board policy being monitored. The Board is the final arbiter of reasonableness but we will always judge with a "reasonable person" test rather than with interpretations favored by individual directors or by the Board as a whole.
3. The Board will accept that the GM is compliant with a policy if he/she presents a reasonable interpretation and adequate data that demonstrate accomplishment of that interpretation.
4. The Board will monitor all policies that instruct the GM. The Board can monitor any policy at any time by any method listed above but will ordinarily follow the schedule outlined in the Board Annual Calendar.
5. The Board will evaluate the General Manager 6 months and one year after the date of hire and annually thereafter, based on a summary of monitoring reports reflecting that evaluation period.
6. The Board shall maintain a Finance Committee for the purpose of financial oversight of the General Manager. This committee will meet at least quarterly to review and discuss the quarterly financial reports, and will ideally consist of community members who possess a professional level of financial understanding, with the Treasurer as the Chair.