DNF Board Meeting Minutes
September 16, 2026 | 5:30–7:45 p.m.
Rocky Mt Retreat Center

Time Subject Facilitator

I. Call to Order Sheryl

II. Check-in Question
Sheryl

DNF Mission Statement
Durango Natural Foods is a cooperatively owned grocery, providing our community with quality local, natural and organic foods and products at a reasonable cost. We are committed to offering excellent customer service and education, while upholding the cooperative principles.

Cooperative Principles
- Voluntary and open membership
- Democratic member control
- Member economic participation
- Autonomy and independence
- Education, training, and information
- Cooperation among cooperatives
- Concern for the community

III. Membership Comments or Questions Board

Issues Raised:
Board members shared several comments and observations regarding the member and customer experience at DNF.

Danny raised concern about gasoline and diesel fumes entering the store while the front entrance door remains open, particularly during fuel deliveries at the gas station across the street. The Board discussed the potential impact on employees and customers. The operational response to the front-door issue was addressed later under Old Business.

Danny also shared feedback from a community member who perceived DNF as significantly more expensive than other grocery stores, including for produce.

Management noted that price comparisons can vary substantially depending on whether conventional or organic products are being compared and emphasized the quality of DNF’s produce.

Danny also raised concern about confusing and overlapping parking-space lines in the DNF parking lot. Management reported that paint had already been purchased to cover the old lines but that the work had not yet been completed.

Tomas shared a positive observation of three young shoppers who appeared to be visiting DNF for the first time and were enthusiastically exploring the store.

Ryan shared a social media comment describing DNF’s peaches this season as inconsistent in quality. Management discussed the challenges of seasonal sourcing, noted that DNF had sold a strong volume of peaches overall, and discussed reviewing peach sourcing strategy for future seasons.

Action Taken:
None.

Action Required:
Management to follow up on repainting the parking-lot striping.

Front-door operational actions are recorded under Old Business, Section VI.A.

IV. Minutes Approval from last meeting — Ryan

Issues Raised:
The Board reviewed the August 19, 2026 meeting minutes.

Action Taken:
Ryan made a motion to approve the August 19, 2026 meeting minutes. Lauren seconded the motion. Motion approved.

Action Required:
None.

V. Agenda Approval — Danny

Issues Raised:
The Board reviewed the September 16, 2026 meeting agenda.

Action Taken:
Motion made and seconded to approve the agenda. Motion approved.

Action Required:
None.

VI. Old Business

A. Replacement Front Entrance Door — Joe

Issues Raised:
Joe reported that the replacement front door remains on order and is expected to arrive

in late September or early October. Once the door is available, installation will require coordination with DNF's contractor, Tom, because the existing opening must be modified before the new door can be installed.

The contractor determined that the current door's immediate failure is related to its power supply. A replacement power supply could provide a temporary repair, but management had not pursued that option because the estimated three- to four-week lead time was similar to the anticipated arrival of the replacement door.

Board members expressed concern that installation of the new door could take longer than anticipated and discussed the operational effects of leaving the entrance open, including employee and customer exposure to outside fumes and additional strain on refrigeration equipment.

Management confirmed that the existing air curtain above the entrance is intended to operate whenever the store is open, but staff have not consistently kept it running.

Action Taken:
None.

Action Required:
Joe and Mads to reinforce with staff that the entrance air curtain is to remain on during store hours while the front door is not functioning properly.

Joe to continue coordinating with the door company and DNF's contractor regarding delivery and installation of the replacement door and provide the Board with an update.

B. Road Diet Financial Impact Communication — Joe

Issues Raised:
Joe reported that he continues to work on the communication to the Durango City Council regarding the financial impact of the road project.

Joe said the estimated impact remains approximately $30,000 to $50,000, but noted that DNF does not currently have a detailed analysis supporting a precise figure. He is working to make the communication concise while still explaining the impact experienced by the Co-op.

Action Taken:
None.

Action Required:
Joe to finalize and send the road-project financial impact communication to the Durango City Council before the next Board meeting, copying the Board and Local First.

C. Staff Appreciation — Mads/Sheryl

Issues Raised:
The Board received an update on the staff appreciation gifts. Staff were given a choice among five local businesses, with approximately $30 budgeted per employee. A Google Form had been distributed and responses were nearly complete.

The Board also discussed providing a collective thank-you message to staff rather than preparing an individual card for each employee.

Action Taken:
The Board agreed to prepare a staff appreciation card that Board members can sign.

Action Required:
Sheryl to prepare the staff appreciation card and make it available at DNF.

Board members to stop by the Co-op to sign the card.

D. Katrina and Pat Blair Recognition Plaque — Don

Issues Raised:
Don presented the proposed content and photograph for the permanent recognition of Katrina and Pat Blair. Board members expressed support for the concept.

The Board discussed using a locally produced, handcrafted plaque rather than a commercially manufactured product. A local business was identified as a potential supplier with woodworking and laser-engraving capabilities.

The Board also discussed the proposed inscription and favored language referring to the Blairs' role in promoting healthy, local, and organic food in the community.

Action Taken:
The Board supported moving forward with the proposed plaque concept and pursuing a locally made option.

Action Required:
Mads to contact the business owner regarding production of the plaque, obtain additional information and a quote, and continue developing the proposal.

VII. GM Report/Questions and Comments

Issues Raised:
The Board congratulated management on DNF's strong August sales performance. Joe reported that August was DNF's highest-sales month to date and that sales were approximately 10 percent higher than the same period in the prior year.

Danny asked for clarification regarding the projected cost of the proposed mini-split heating and cooling project. Management explained that an initial estimate had been approximately $33,000, while subsequent proposals were approximately $53,000 to $54,000. Those proposals do not yet include all electrical work and potentially other installation-related expenses. Management is awaiting equipment specifications needed for the electrician to prepare a final estimate.

Joe explained that the mini-split project is being evaluated alongside several other current and anticipated capital projects. Management wants a clearer understanding of the total cost of those projects before further reducing DNF's available equity reserves. Other projects discussed included the replacement front door, an additional walk-in cooler, improvements to the coffee area, and longer-term replacement of the meat and cheese refrigeration equipment.

The Board discussed the cracked concrete ramp at the front of the store. Although a larger replacement project has been deferred, Board members raised concerns about customers navigating the existing crack with shopping carts and mobility devices.

Management agreed to investigate a smaller temporary repair rather than leaving the issue entirely on hold.

The Board discussed the meat and cheese coolers. Management reported that the existing units remain operational, although replacement is still desirable. Because the units are currently functioning and replacement involves significant cost and installation challenges, the project is not considered an immediate priority.

Sheryl asked Mads about his priorities for the upcoming National Co+op Grocers conference. Mads identified expansion planning and available expansion resources as a primary area of interest, including connecting with other co-ops that have circumstances comparable to DNF. He also plans to continue discussions regarding employee health care and benefits.

Board members encouraged Mads to learn more about expansion resources available through NCG and other cooperative contacts while attending the conference.

Action Taken:
None.

Action Required:
Mads and Joe to investigate a practical interim repair for the crack in the concrete entrance ramp while the larger replacement project remains deferred.

Management to continue developing the full cost estimate for the mini-split project, including the outstanding electrical work and other installation expenses.

Mads to gather information at the NCG conference regarding expansion resources and employee health care options and report relevant findings back to the Board.

VIII. Policy Governance

B6 – Staff Treatment and Compensation

Issues Raised:
The Board reviewed B6 – Staff Treatment and Compensation.

Lauren noted that the policy's opening statement prohibits treatment of staff that is "unfair, unsafe, or unclear or illegal," but the numbered provisions do not contain a specific standard addressing workplace safety. The Board agreed that this should be considered when the Governance Committee reviews B6.

The Board also discussed the status of DNF's personnel policies and staff handbook. Management reported that a revised draft is in progress and that current work includes reviewing vacation and sick-leave provisions for compliance with Colorado law. Management emphasized that DNF is not operating without personnel policies, but is working toward a more durable and updated document that can remain useful across future management transitions.

Action Taken:
Motion made and seconded to affirm compliance with B6 – Staff Treatment and Compensation. Motion approved.

Action Required:
The Governance Committee to review B6 and consider whether the policy should include a more explicit provision addressing staff safety.

Management to continue completing the updated personnel policies/staff handbook.

C3 – Board Meetings

Issues Raised:
The Board reviewed C3 – Board Meetings.

The Board discussed Section 4(a), which requires the Board President to ensure that the meeting agenda is posted in the store at least three days before each meeting. The Board discussed establishing a clearer process in which the President provides the agenda to management sufficiently in advance and receives confirmation once it has been posted.

Board members also suggested updating the policy to require agendas to be posted online in addition to being posted in the store.

The Board reviewed the provisions governing executive sessions. Discussion focused on whether confidential executive-session discussions should have some form of internal documentation beyond recording any resulting action or vote in the public meeting minutes. The Board noted that another Board records policy addresses retention of approved executive-session minutes for certain internal Board matters. The Board agreed that the Governance Committee should consider whether C3 should provide clearer expectations for documenting executive sessions while maintaining appropriate confidentiality.

Action Taken:
Danny made a motion to affirm compliance with C3 – Board Meetings. Sheryl seconded the motion. Motion approved.

Action Required:
The Governance Committee to review C3, including:

- whether Section 4(a) should require Board meeting agendas to be posted online as well as in the store;
- the wording regarding who may be included in an executive session; and
- whether the policy should more clearly address confidential documentation or minutes of executive-session discussions.

IX. New Business

A. Board Retreat — Board

Issues Raised:
The Board began planning for the 2026 Board retreat. Board members discussed the purpose of the retreat as an opportunity for relationship-building, strategic discussion, and focused work that is difficult to accomplish during regular Board meetings.

Members reviewed examples from previous retreats, including work on strategic priorities, expansion and feasibility, Board development, and facilitated activities.

The Board discussed holding the retreat in early December because of Board member availability. Feasibility and expansion planning were identified as topics that should receive dedicated time during the retreat.

Don and Caroline agreed to coordinate retreat planning, including identifying possible dates and locations, developing the agenda, and coordinating logistics.

Action Taken:
Don and Caroline agreed to coordinate planning for the 2026 Board retreat.

Action Required:
Don and Caroline to identify potential retreat dates and locations and begin developing the retreat agenda.

Previous retreat materials to be shared with Don and Caroline as references for planning.

B. Member Loans — Joe/Board

Issues Raised:
The Board discussed two outstanding member loans.

Regarding the loan associated with Pat Blair, management reported that DNF continues to issue scheduled payments, but recent checks have not been cashed. The Board discussed the need to determine who now has authority over the loan and where future payments should properly be directed.

Regarding Robert Conner's approximately $50,000 member loan, management reported that the original agreement did not establish a repayment schedule or interest. The agreement contemplated repayment once DNF was financially able to begin doing so. Previous attempts to contact Robert had not resulted in a repayment arrangement.

The Board agreed that DNF should reopen communication with Robert and seek to establish a repayment plan if he intends for the loan to be repaid.

Action Taken:
None.

Action Required:
Danny to contact the appropriate representative or executor regarding Pat Blair's loan to confirm who currently holds the loan, whether payments are being sent to the correct recipient and address, and whether the estate documents contain any relevant direction regarding the loan.

Don to provide Danny with the appropriate contact information for that inquiry.

Don to contact Robert Conner regarding the status of his approximately $50,000 member loan and discuss establishing a repayment schedule if repayment is expected.

C. Board Message — Sheryl

Issues Raised:
The Board discussed topics for the next Board Message.

Potential topics included DNF’s record August sales, welcoming Caroline to the Board, staff appreciation, and seasonal updates.

Action Taken:
Sheryl agreed to prepare the next Board Message.

Action Required:
Sheryl to draft and circulate the next Board Message by September 28.

D. Patronage Dividends — Joe

Issues Raised:
The Board discussed a member inquiry regarding why DNF has not recently issued patronage dividends and whether the Co-op has adequately communicated its approach to members.

Management clarified that the absence of patronage dividends has primarily reflected DNF’s financial position and previous tax circumstances rather than an inability to administer a patronage program.

The Board discussed patronage dividends as a potential future mechanism for returning a portion of eligible earnings to member-owners while retaining sufficient earnings to protect the financial health of the Co-op.

The Board agreed that the member inquiry presented an opportunity to provide broader education about patronage dividends and DNF’s approach.

Action Taken:
Joe agreed to address patronage dividends in an upcoming monthly Co-op column.

Action Required:
Joe to prepare a member-facing explanation of patronage dividends, including DNF’s policy and the reasons dividends have not recently been issued.

E. Governance Committee Chair — Board

Issues Raised:
The Board discussed the vacant Governance Committee Chair position following Jackson’s departure.

Board members agreed that additional time would be useful before assigning the role, particularly while newer Board members become more familiar with Board responsibilities and committee work.

Action Taken:
The Board deferred appointment of a Governance Committee Chair until the October 2026 Board meeting.

Action Required:
Add selection of the Governance Committee Chair to Old Business for the October 2026 Board meeting.

F. Caroline Onboarding/Questions — Board

Issues Raised:
The Board provided additional orientation for Caroline regarding Board procedures, including motions, seconds, voting, quorum requirements, Policy Governance, and the distinction between Board and management responsibilities.

The Board also reviewed access to the shared Board files and the separate Board-only folder used for confidential Board materials. Access issues were addressed during the meeting.

Action Taken:
None.

Action Required:
None.

X. Committee Updates

A. Executive Committee — Danny

Issues Raised: No substantive Executive Committee update was provided.

Action Taken: None.

Action Required: None.

B. Special Events Committee — Ryan/Committee

Issues Raised:
Ryan reported that the Special Events Committee held a debrief following the 2026 Harvest Fest.

The committee selected **Saturday, August 21, 2027, from 2:00 to 7:00 p.m.** as the planned date and time for the 2027 Harvest Fest. The date maintains the same general timing as the 2026 event and falls the weekend before the start of the Durango school year.

Ryan reported that a calendar invitation had been distributed to Board members. KiKi was expected to follow up with the City regarding the event location and scheduling.

Action Taken:
The committee established August 21, 2027, from 2:00 to 7:00 p.m. as the planned date and time for the 2027 Harvest Fest.

Action Required:
Special Events Committee to continue coordination with KiKi regarding City scheduling and planning for the 2027 Harvest Fest.

C. Governance Committee — Board

Issues Raised:
The Board noted that the Governance Committee currently does not have a chair following Jackson’s departure.

Several potential policy revisions identified earlier in the meeting, including changes to B6 and C3, will be referred to the Governance Committee once committee leadership is established.

Action Taken:
None.

Action Required:
Selection of a Governance Committee Chair to return under Old Business at the October Board meeting.

The Governance Committee, once convened, to incorporate the policy issues identified during the September B6 and C3 reviews into its ongoing policy-review work.

D. Feasibility Committee — Lauren

Issues Raised:
Lauren reported that the Feasibility Committee agreed to focus its preliminary work on two potential expansion concepts: a smaller juice-bar concept and a second store modeled substantially on DNF's existing operation.

The committee is developing a shared document to identify questions, potential obstacles, information needs, and other considerations that would need to be addressed before either concept could advance.

Lauren asked Board members to contribute questions and ideas to the shared document before the next committee meeting.

The Board scheduled the next Feasibility Committee meeting for **October 14, 2026, from 5:30 to 6:30 p.m.**

Action Taken:
The Feasibility Committee will continue evaluating the two identified concepts and developing the expansion-readiness framework.

The next Feasibility Committee meeting was scheduled for October 14, 2026, from 5:30 to 6:30 p.m.

Action Required:
Lauren to share the Feasibility Committee planning document with Board members and ensure it is stored in the appropriate Board/committee folder.

Board members to add relevant questions, potential obstacles, and other considerations to the shared document.

E. Finance Committee — Danny

Issues Raised:
Danny noted that the Board will need to develop and approve its 2027 Board budget as part of preparation for the annual Board retreat.

The Board discussed using the prior year's budget as the starting point for developing the 2027 budget.

Action Taken:
None.

Action Required:
Danny to send the previous year’s Board budget to Don for review and development of the proposed 2027 Board budget.

XI. Meeting Adjourn

Issues Raised:
None.

Action Taken:
Motion made and seconded to adjourn the meeting. Motion approved.

Action Required:
None.