

**2018 CO-OP
Director Training Course
March 24-25, 2018**

***Enhance the
Effectiveness of Your Board Today and Beyond***

**Sacramento Natural Foods Co-op
Meeting Facility
2820 R St, Sacramento, CA 95816**

This course is designed to enhance individual director and board effectiveness in leading their cooperatives today and beyond. Here is what previous attendees had to say about this course.

“All co-op boards should attend this course”

“Overall, this has been the best director education I have been to in my 9 years as a director”

“The training meets a real need for board member continuing education”

“In addition to the course’s sessions, I really enjoyed interacting with directors from other co-ops and industries”

“The case studies were good at drawing out real life situations.”

About the Course

The 2018 ICDT Course is comprised of General and Multiple Track Presentations (**Two Tracks**). **Attendees may select sessions based on their interests.** The **Track I** Segment is designed for directors who are newly elected and/or have **less than three years** of board service. The **Track II Segment** is designed for directors **having more than three years** of board service or who consider themselves seasoned directors. Of course attendees may attend the Track Presentation of their choice.

Who Should Attend?

New and seasoned directors who want to increase their understanding of director roles, fiduciary responsibilities, and board best practices. CEOs and managers who want to increase their effectiveness in working with their boards will find the course informative and are invited to attend as well.

Registration

To register for the course, please complete and submit the attached registration form by FRIDAY, March 9, 2018. The registration fee includes all breakfasts, lunches, refreshments, speaker presentations, and course materials. Lodging accommodations are available at numerous hotels nearby the Sacramento Natural Foods Co-op Meeting Facility. Those recommended are The Citizen, Holiday Inn Express, and Sheraton Grand Sacramento Hotel.

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Course Agenda *[All Classes to be held in the Co-op's Meeting Facility]*

Saturday, March 24, 2018

- 7:30 AM** **Registration Desk Opens & Breakfast**
- 8:30 AM** **Welcome and Introductions – Harvey Meier and Dan Arnett**
- Keynote:** Capitalizing The CO-OP for the Future - **Phil Kenkel, Dan Arnett, & Brett Lauppe**
- 10:00 AM** **Break**
- 10:30 AM** **Attendees Select One of Two Concurrent Tracks:**
- Track I:** Leadership Responsibilities of the Board of Directors - **Meier**
 Track II: Fiduciary & Legal Duties, Confidentiality, Ethics, & Standards of Conduct – **Droke**
- Noon** **Lunch**
- 1:00 PM** **Track I:** Understanding & Interpreting Financial Statements – **Kenkel**
 Track II: The Role of the Board and Management in Strategic Planning – **Arnett**
- 2:30 PM** **Break**
- 3:00 PM** **Track I:** Employment Law Essentials for the Co-op Board – **Droke**
 Track II: Dealing with Board Conflicts and Difficult Board Members - **Meier**
- 4:30 PM** **Reception Sponsored by Board of Directors, Sacramento Natural Foods Co-op**

Sunday, March 25, 2018

- 7:30 AM** **Breakfast**
- 8:30 AM** **Navigating Board and CEO Dynamics – A CEO and Board Chair Panel Discussion – Arnett, Meier plus two Board Chairs**
- Moderators: Phil Kenkel & Mike Droke**
- 9:30 AM** **Break**
- 9:45 AM** **Case Study – 1st – “The New Director”** This case describes the situations and decisions facing a newly appointed director. This director’s view of board responsibilities differs from those of the existing board. The case discusses many issues including but not limited to due diligence, appropriateness of dissenting votes and the business judgment rule.
- 10:45 AM** **Break**
- 11:00 AM** **Case Study – 2nd – “Know When to Hold Them”** This case focuses on a board’s analysis of the sale of a significant portion of their cooperative’s business. The case discusses benchmarks for cooperative financial and governance performance including but not limited to issues related to the responsibility of the board to analyze outside offers; the dividing line between board authority and membership voting requirements; and the market impacts associated with the current and future presence of the cooperative’s business model.
- Noon** **Lunch & Talk Show** - All attendees are invited to ask any question they have about leading and governing their co-ops – **Arnett, Meier, Droke, Kenkel**
- 2:00 PM** **Wrap Up and Adjourn**

Faculty

Dan Arnett, Cooperator in Chief at Sacramento Natural Foods Co-op
darnett@sac.coop; 859.361. 4499

Michael Droke, Attorney, Dorsey & Whitney LLP
droke.michael@dorsey.com; 206.903.8800

Dr. Phil Kenkel, Bill Fitzwater Cooperative Chair, Oklahoma State University
Phil.kenkel@okstate.edu; 405.744.9818

Brett Lauppe, VP Senior Relationship Manager, CoBank
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Harvey Meier, Executive Director, Institute for CO-OP Director Training
harvey@coopdirectortraining.com; 509.458.3210

Course Sponsor: We are grateful to the Sacramento Natural Foods Co-op for providing use of their training and food service facilities.

Dedicated to Enhancing Board Effectiveness

REGISTRATION FORM

March 24-25, 2018
Sacramento Natural Foods Co-op
2820 R Street, Sacramento, CA 95816
916-455-2667
Meeting Facility Includes Parking

For questions, contact
Harvey A. Meier, Executive Director
509.458.3210 or e-mail
harvey@coopdirectortraining.com
www.coopdirectortraining.com

*If more than one attendee from your cooperative, please
attach a list of all registrants to this registration form*
[All Information is required]

Name _____
Position _____
Cooperative _____
Address _____
City _____ State _____ Zip _____
Telephone _____ Fax _____
E-mail _____ Website _____

Please register by FRIDAY, March 9, 2018

Please make check payable to:
INSTITUTE FOR CO-OP DIRECTOR TRAINING

Registration Fee: Includes all breakfasts, lunches,
refreshments, speaker presentations, and course materials.

**\$697 per attendee for registration received by MARCH 9,
2018. Registration received after MARCH 9TH is \$747 per
attendee.**

A check in the amount of \$ _____ for _____
attendees is enclosed or call 509-458-3210 with a credit card
number.

Refunds will be issued for written cancellations received
by FRIDAY, MARCH 16, 2018. No refunds after this date.

Mail your check and completed
registration form to:

Harvey A. Meier, Executive Director
Institute for CO-OP Director Training
410 West Nevada Street
Ashland, Oregon 97520-1043

Phone: 509.458.3210
FAX: 541.488.7905

harvey@coopdirectortraining.com

The 2018 CO-OP Director Training Course is presented in Cooperation
with the Sacramento Natural Foods Co-op