



Board of Directors Meeting Minutes

July 5, 2018 • 5 – 8pm

Ten Pin Building – 793 K Street, Arcata

Present at meeting:

Board Members: Colin Fiske (Board President), Robert Donovan (Vice President), Leah Stamper (Secretary), James Kloor (Treasurer), Cheri Strong, Ed Smith, Mary Ella Anderson, Jason Davenport

Absent Board Members: None

Co-op Employees: Melanie Bettenhausen, Emily Walter, Lauren Fawcett, Laurie Talbert, Kiya Villareal, Vince Graves-Blandford

Member-owners: Roger, Brenda Harper, David Cobb, Max Jones, Robert Ducate, Josh Beaver, Jennifer Nielsen, Lisa Blandford

1. Welcome

Meeting was called to order at 6:00pm by Colin and introductions were made.

2. Agenda Review and Approval

Consensus to approve the agenda.

3. Member Comment Period

- Bob – heard rumor that Phil at Wildberries Marketplace is removing advertising from KHSU due to current happenings with a change in administration at the station. I'm encouraging the Co-op to do the same.
- Mary Ella – we advertise on KHSU because it's a good advertising medium. I'd feel more comfortable removing funding if we knew that more members would back this idea.
- Colin – this should go to the MAC committee agenda for July 11
- Roger – feels like employees, including management, in the store are happy. Roger likes the draft strategic plan.
- Max – this is his first meeting I've attended. I'm interested in running for the board.

4. Consent Calendar

Motion: Approve the July 5, 2018 consent calendar:

- a) Approve June 7, 2018 Board meeting minutes as amended*.

* Amendment includes removing Jason being listed as a board member and rewording Rogers member comments about encouraging other companies to reduce their plastic.

Approved by consensus (7/0/0).

5. Board President Report – Reported by Colin

Colin and Melanie communicated about joining the CA Grocers Association but decided against it because we are not in alignment with their politics.

ACTION: Colin will write the monthly board report for July.

6. Draft Strategic Plan – Reported by Melanie

Melanie reviewed the process of creating the strategic plan, including a kick-off event, a member appointed committee made of members and member input via a survey. Melanie drafted a Strategic Plan

based off input from the Vision & Goals committee. The Vision & Goals committee created five goal areas. Melanie added one additional goal area of Financial Viability to tie together our financial and strategic plans.

- David – It was a joy to work with the Co-op staff on this plan. The Vision & Goals committee seriously took into account the input from Co-op members. Beyond what came from the member surveys, the committee weighed in on cooperative principles and racial equity. This is an opportunity for a culture shift around the Co-op, showing that it is more than a grocery store.
- Kiya – I’m excited to tie these goals together. It’s important to recognize that these goals are all connected to each other, which is great.
- Max – noticed the in-store promotion of the member survey which got my attention. I took the survey.
- Colin – likes how concise the document is. The benchmarks feel more like milestones. I was hoping to see more detailed benchmarks.
 - o James – it would be hard for staff to come up with numbers so soon, but numbers could be attached annually.
 - o David – I envision Melanie meeting with the Departments and working on the specifics together, helping to get buy-in.
 - o Melanie – measurable objectives would be tied to our business plan which should be reviewed annually.
- Colin – some of the one sentence descriptions of the goals didn’t fully encapsulate what the goal is about.

ACTION: Colin will send specific feedback on descriptions.

- Mary Ella – recently took a tour of the food production at Redwood Acres. The successful businesses were the ones that were able to sell to large corporations. That is not our idea of developing the local food system. I hope we are not moving in this direction.
 - o Melanie – in agreement with Mary Ella
- James – would like to see the words “increase” or “decrease” or other language of measurement for benchmarks

Those in attendance reviewed and discussed the goal areas one at a time.

Community Hub

- Colin – the result didn’t fully encompass the grand aspirations we have for this goal area
- Mary Ella – likes having more eating space for shoppers
- Roger – doesn’t like the words “we are the best”
- Max – would love to see an outside seating/dining area with grab and go coffee/pastries at the Arcata Co-op.
- Melanie – it was hard for me to implement a permanent discount to low income people under the racial and social equity heading. The low-income program is not meant to solve racial equity.
 - o Roger – suggests adding the words “for social equity for low income shoppers” to make this clear.
- Colin – strategy of not separating ethnic foods, and instead spreading throughout the store. Is this how people prefer to shop?
 - o Melanie – we would need focus groups to determine this
 - o Kiya – does not like the separation. It creates a divide and makes you feel “otherized.”
 - o Mary Ella – we want to be good neighbors with the Fregoso’s Market.

Environmental Responsibility

- Kiya – really wants to invest in helping get a municipal/county post-consumer food waste composting facility for residents and businesses.
- Roger – we don’t want to be the “greenest” and “cleanest.” We want to be “really green,” and “really clean” and hope the rest will follow.
- James – I don’t think we need to have a line for results.

- Max – agrees to give a triple star to the composing facility. Wants to see the Co-op reducing plastic pollution. Would like a bullet point to “reduce plastic.”
- Colin – there is more than packaging to review with the purchasing policy. There are other aspects to Environmental Responsibility.
 - o Melanie – I picked out the packaging to be able to focus highly on one of the more pressing issues, which is packaging.
 - o Colin – would like to review items to replace non-organic with organic and local products.
 - o Mary Ella – is it stated to increase bulk purchases?
 - o Leah – can we add focus on packaging “and other environmental parameters or other elements of the purchasing policy.”
 - o Melanie – worried about going too broad and losing focus. We should attach the Purchasing Policy to the Strategic Plan document.
 - o Takeaway of this strategy is engaging vendors with reducing their packaging.
- Colin – calls out completing the Eureka remodel to allow for sanitation of durables. Wants to remove reference to the remodel. We can still have a goal but doesn’t need to be attached to a remodel. The remodel is also mentioned under Financial Stability goal.

Cooperative Economy

- David – I like what the group came up with. The benchmarks are achievable. It orients the Co-op to implement our cooperative principles. I’m coordinating a Solidarity Economy Conference Sept. 21-22 at HSU.

Robust Local Food System

- Everyone likes it

Financial Liability

- James – for the long-range goal – invest in staff – bring staff into the equation
- Invest in operations to increase profitability – we don’t need to call out the remodel
 - o Melanie – I’m calling out the remodel and investing in our business. It could be alternatively called upgrades.

ACTION: James will send Melanie his ideas.
- Colin – non-profit – would the board of the non-profit be the same as the Co-op board? Not sure if we can legally have the Co-op board additionally be on the non-profit board.
 - o Melanie - a non-profit has a clear mission. I’m worried about overlapping our charitable giving with the operation of the store.
 - o Mary Ella – would like to talk this through more
- Colin – I don’t understand “seek expansion opportunities that involve property ownership.”
 - o Melanie – planning how to get out of current leases. “Involved property ownership” means the Co-op would own, not lease. Either we own the food system or we are supportive of others owning it.
- James – seek expansion opportunities focused on property ownership

Next Steps for Strategic Plan

ACTION: Marketing will put the draft into a final format.

ACTION: Melanie will edit and bring back to the August board meeting.

{ 5 minute break }

7. Training Ideas for the Board and General Manager that Fit Our Goals and Values– Reported Colin

We often need more training for the board and General Manager. We should we get training that aligns with our values and that is useful?

- Vince – the University of Oregon has online education opportunities targeted towards boards.

8. Officer Apprenticeship– Reported by Colin

Could be a good idea to touch base with the board, perhaps mid-year (July/August) to check in with board members that might be interested in becoming an officer. Interested could shadow and learn more about the position prior to November to see what the position is about. If anyone on the board is interested in talking more about this let Colin know and he will put it on the August agenda.

10. General Managers Report

- James – the customer service kit sounds interesting but I don't fully understand it.
- Melanie – this came up years ago – this is a way to empower staff to sample product without feeling like they are stealing.
- Vince – it's used sporadically – we get positive responses when products are sampled
- Colin – congrats on invoice processing
- Colin – what proportion of the C-share checks were reinvested.
- Laurie – about 2 dozen checks were returned.
- Cheri – how did the peer audit come to be
- Melanie – this is something NCG offers free of cost. GMs from other stores will come and assess the stores and operations. I've met all of the folks that will be involved with the audit and think they will have great information to offer. Instigated by Melanie. Results will be shared with the board.
- Robert – does the arcata roof leak?
- Vince – we do have some leaking in the store near customer service and above some registers. It's believed it's from the roofers walking all over the roof. Maintenance is looking into it.
- James – year over year sales over time (2 years ago to now) looking for trends

ACTION: Melanie will get monthly sales by period for last 2 years with percentages. Compared to year prior, compared to two years prior.

- Cheri – who is involved with Controller interviews?
 - o Melanie – Michelle, Jason and Melanie. First round of interviews for 2 applicants. One is getting a second interview this week with the addition of James and Alanna as interviewers. We have more applications, so there could be more interviews with additional applicants, or further interviews of current applicant.
- The employee appreciation party is Aug. 5th.

Motion: Accept the July 2018 General Manager Report.

Passed by consensus.

11. Member Comment Period

- James – went to the Sacramento Co-op. Very impressed with the store and their seating areas.

12. New Business (items for next agenda):

- Strategic Plan
- Officer Apprenticeship

Consensus reached to adjourn the July 5, 2018 meeting at 8:06pm and move into Executive Session.

Minutes by Emily Walter



North Coast Co-op
Board of Directors Executive Session Minutes
July 5, 2018
Ten Pin Building – 793 K Street, Arcata

Present at the meeting:

Board Members: Colin Fiske (Board President), Robert Donovan (Vice President), Leah Stamper (Secretary), James Kloor (Treasurer), Cheri Strong, Ed Smith, Mary Ella Anderson

Absent Board Members: None

Approved guests: Melanie Bettenhausen

Voted to approve proposed improvements at the Eureka store.
Motion Passed (4/2/1), Cheri and Mary Ella (no), Robert (abstain)

Executive session ended at 9:38pm

Reported by Leah Stamper



Board of Directors
[June 25, 2018]
Vote by email

Board Participants: Colin Fiske, Ed Smith, James Kloor, Mary Ella Anderson, Cheri Strong, Leah Stamper, Robert Donovan

MOTION:

- 1) Move to amend Section 9.01 of Article IX of the Bylaws to read: The fiscal year of the Corporation shall end at the close of the business day on the last Saturday of the month of March of each year, unless the Corporation's outside accounting firm recommends closing the fiscal year on a different day, and the Board of Directors has adopted the recommendation.
- 2) Move that the 2018 fiscal year shall close on March 24, 2018, based on the recommendations of Wegner, CPAs, the Cooperative's outside accounting firm.

All in favor (7/0/0), Motion Passed