



Board of Directors Meeting Minutes

February 6, 2020 • 6 – 8pm

Arcata Community Center

Present at meeting:

Board Members: James Kloor (President/Treasurer), Colin Fiske (Vice President), Leah Stamper, Cheri Strong, Kirsten Lindquist, Roger, Laura Wright (Secretary)

Absent Board Members:

Co-op Employees: Kristen Hayen, Rebecca Lusa, Shilo, Josiah Pumpkin, Kiya Villarreal, Emily Walter, Sean Nolan, Hernan Perez

Member-owners: Kathleen Pelley, Brenda Harper, David Dahler, Chris Copple, Nancy Ihara, Zane Eden

1. **Welcome**

The meeting was called to order at 6:03pm by James.

2. **Agenda Review and Approval**

Consensus to approve the agenda.

- Review staff directives at next board meeting.

3. **Member Comment Period**

- Nancy – would like the Co-op to move away from the use of plastic, especially in the deli. Would like the Co-op to work with local vendors to encourage less use of plastic containers.
- Roger – I hear from people that are still upset or boycotting the Co-op because of the lowered senior discount. I've talked to many members who support implementing an annual membership fee.

4. **Board Correspondence**

None

(Roger left the meeting)

5. **Consent Calendar**

Motion: Approve the February 6, 2020 consent calendar as amended.

- Approve December 5, 2019 board minutes.
- To be aligned with the Co-op Purchasing and Merchandising Policy all operational supplies should be prioritized to local vendors and only use Amazon as a last resort.
- Accept Board Policy Manual Other I. Complaints about the General Manager. (Jan. PPC Minutes)
- Submit ideas for annual membership fees, as shown in attachment A (Jan. PPC Minutes), to staff for feedback on the feasibility and substance of the proposed options with a response by the May PPC meeting.
- Set the MML after T&B benchmark target at 12% and direct staff to come back with suggestions for adjustments during the FY20 budget process.
- Approve bank resolutions.

Leah moved, 2nd from Laura, approved (7/0/0).

6. **Board Committee Members** – reported by James

Motion: Every board member is required to serve on the Finance Committee.

James moved, 2nd from Leah, approved (5/0/1). Colin abstains.

7. **Board Education – How to read Financial Statement** – reported by James

James reviewed a PowerPoint presentation on how to read financial statements.

8. Financial Bottom Line

a) Review current financial statement – reported by Sean

Reviewed FY20 P7 financials.

- Net positive income
- Days cash on hand still low due to C share repurchases
- Better margins and lower
- Better margins and lower labor costs has helped the bottom line.

b) Approve FY21 board budget

The biggest change of this budget from the current budget is that the board stipends will go back to where they were before being reduced when the store wasn't doing well financially.

Motion: Approve the FY21 board budget.

Cheri moved, 2nd from Colin, approved (6/0/0).

c) Authorize Laura to consult with the attorney to review proposed bylaw changes.

Historically, any changes to the bylaws is reviewed by the board attorney before being recommended to the board. Currently, PPC is proposing changes to board qualifications to serve on the board and needs approval to consult with the board attorney.

Motion: Authorize Laura to consult with the board attorney about the proposed bylaws changes.

Colin moved, 2nd from Leah, approved (5/1/0) Cheri abstained

{5-minute break}

9. Environmental Bottom Line – reported by Sean

This Earth Day the Co-op will transition from traditional plastic produce/bulk bags to compostable bags. And plastic utensils in the deli will be replaced with compostable wood utensils. The Co-op will start implementing the new rules of the Arcata ordinance in both stores prior to the ordinance going into effect.

10. Social Bottom Line – reported by Sean

The Co-op is pushing gender equity throughout the Co-op, including the option to include pronouns on business cards, email addresses and name tags. We are looking at ways to make the Arcata Co-op more of a community hub including the creation of outdoor seating.

- Rebecca – would like to see the 45-minute limitation of seating at tables in stores enforced.

11. Reserved for Removed Consent Agenda Items

None

12. Member Comment

- Rebecca – concerned about what appears to be a hiring freeze in the deli.
- Several in attendance discussed the idea of charging an annual membership fee.

13. New Business (items for next agenda):

- Staff Directives
- Securities Permit
- FY21 Budget

ACTION ITEMS:

- Sean will look into getting funds back from NCG since we are no longer doing the Eureka remodel.
- Kiya will forward the City of Arcata's Plastic Ordinance to the board for their review.

Consensus reached to adjourn the February 6, 2020 meeting at 7:56pm and move into Executive Session.

Minutes by Emily Walter

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**North Coast Co-op
Board of Directors Executive Session Minutes
February 6, 2020
Arcata Community Center**

Present at meeting:

Board Members: James Kloor (President/Treasurer), Colin Fiske (Vice President), Leah Stamper, Cheri Strong, Kirsten Lindquist, Roger, Laura Wright (Secretary)

Absent Board Members:

Approved Guests: Sean Nolan

No reportable action taken.

Executive session ended at 9:50pm

Reported by James Kloor