



Board of Directors Meeting Minutes

April 4, 2019 • 6 – 8pm

Inn at 2nd & C – 139 2nd Street, Eureka

Disclaimer: This is not a verbatim transcript of the meeting and is based on the author's understanding of the meeting.

Present at meeting:

Board Members: Colin Fiske (President), Leah Stamper (Secretary), James Kloor (Treasurer), Cheri Strong, Ed Smith

Absent Board Members: Robert Donovan (Vice President)

Co-op Employees: Melanie Bettenhausen, Jason Davenport, Laurie Talbert, Emily Walter, Travis Morgan, Barney Doyle, Kirsten Lindquist, Kristen Hayen

Member-owners: Kurt Christman, Ivy north, David Dahler, Roger, Kathleen Pelley

1. Welcome

The meeting was called to order at 6:06pm by Colin.

2. Agenda Review and Approval

Consensus to approve the agenda.

3. Member Comment Period

- Roger – we need more education about recycling. Members can't understand the financials included in the board packet.

4. Board Correspondence – reported by Colin

No formal board correspondence was received in the last month.

5. Consent Calendar

Motion: Approve the April 4, 2019 consent calendar:

- a) Approve March 7, 2019 Board meeting minutes.
- b) Direct staff to discuss streamlining local product sales in Department Head meetings, including review and updating the local vendor application. (MAC)
- c) In an effort to make employees feel valued, engaged and able to work to their strengths, after a certain amount of employment, the Co-op should offer the opportunity to seek cross training. Direct staff to investigate ways to make this happen. Progress report due September 2019. (MAC)
- d) Include the following in the Board Policy Manual Section 5G: Post and update a list of applicant names by date received on the Board board as we receive them. Include caveat on the post of when applicants will be reviewed and information of how to run for the board. (NC)
- e) Authorize Colin to consult with attorney regarding board minutes. (FC)

James moved, Leah second, approved (5/0/0).

6. Midterm Board Seat Appointment - reported by Cheri

The board will vote on who to appoint during Executive Session. Four people were interested in the vacant board seat. Each applicant has five minutes tonight to talk and answer questions. Names will be drawn to pick the order of applicants to speak. Kurt, Roger, David and then Ivy all spoke and answered questions from the board and members.

ACTION: Cheri will contact all applicants following tonight's meeting and let them know the decision that comes out of Executive Session.

7. GM Search Update

a) Approve ideal candidate attributes – reported by Colin

A list of ideal candidate attributes was created for the purpose of assisting in the GM search process. I received input from one employee who suggested we add “commitment to the community in which we live” to personal attributes.

Motion: Approve the Ideal GM Candidate Qualities as amended. (See attachment A)

Amendment: Add “Commitment to the community in which we live” to personal attributes.

Approved by consensus.

b) Approve GM salary/benefits package – reported by Colin

The GM Hiring committee is proposing the following salary and benefits package for the purpose of advertising: Job salary ranging \$85-\$115K, moving allowance, and benefits equivalent to other managers at the Co-op.

Motion: Approve pay range of \$85K-\$115K, moving allowance and benefits package equivalent to other managers at the Co-op.

Approved by consensus (5/0/0).

c) Approve reformatted job description – reported by Colin

The GM Hiring committee added competencies and changed the formatting of the GM job description to be the same as formatting of other Co-op job descriptions.

Motion: Approve the updated job description. (See attachment B)

Approved by consensus.

8) Financial Bottom Line

a) Financial statements and other GM updates – reported by Melanie

Melanie reviewed the P10 financial statements. We are working with the bank on extension of the line of credit.

- James – we have a net loss with an increase in cash looking at the balance sheet trend.
 - o Barney – I’ll have to look at why prepaid went down so much.
- Colin – the escheated shares amount changed for the first time in a long time.
 - o Laurie – we escheated 32 members that were out of state.

ACTION: Melanie will report financial information about the Eureka deli to the board on a regular basis.

b) Approve fiscal year 2020 budget – reported by James

The FC reviewed 3 budget scenarios and accepted the staff recommended scenario, keeping staffing levels steady and getting us back to positive cash with the assumption of sales being down 3%. It’s a reasonable scenario that budgets for high medical benefits.

Motion: Approve fiscal year 2020 scenario 3 budget. (Attachment C)

Cheri moved, James second, approved by consensus (5/0/0).

c) NCG Development Advisor – reported by Colin

NCG had proposed sending a Development Advisor to recommend changes to help the store. The board recently reviewed a contract with NCG. Since the March board meeting NCG decided they no longer want to send a development advisor. They mentioned they could send help for specific areas, such as produce.

{5 minute break}

9. Social Bottom Line

a) GM update – reported by Melanie

Breakroom cleaning. It's been a long-standing issue that breakrooms are not clean. Alanna got the idea from employees to create a cleaning schedule. A new cleaning schedule was implemented in March with each department participating in daily cleaning. It's made a huge difference.

Discussion ensued around employee involvement at board meetings and if there should be a benefit to pay employees two hours to attend a meeting of their choice annually. No decision was made.

b) Approve GM joining Hoopa Grocery board – reported by Melanie

I've been asked to serve on the Hoopa grocery store board. this is a personal interested of mine. I'm bringing this to the board because it could be perceived as a potential conflict of interest. I don't see it as a conflict of interest since we aren't in the same geographic area and don't share the same customer base.

The board agreed that it would not be a conflict of interest.

10. Environmental Bottom Line

It's the end of the current grant cycling round for PG&E. Sustainability Coordinator Kiya Villarreal is working with PG&E representatives to see if there is anything more that can be done in the stores to improve energy use, such as switching out light bulbs to LEDs.

11. Reserved for Removed Consent Agenda Items

None

12. New Business (items for next agenda):

- Escheatment list

Consensus reached to adjourn the April 4, 2019 meeting at 8:24pm and move into Executive Session.

Minutes by Emily Walter

North Coast Co-op
Board of Directors Executive Session Minutes
April 4, 2019
Inn at 2nd & C – 139 2nd Street, Eureka

Present at meeting:

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

Absent Board Members: Robert Donovan (Vice President)

Approved Guests: None

Consensus to approve draft GM contract.

Motion: Make the GM hiring committee an Executive Committee with the authority to conduct the hiring process for the General Manager, save the final decision.

James moved, Colin second, approved by consensus (4/1/0). Cheri abstained.

Motion: Appoint Ivy North to the vacant board seat.

Colin moved, Leah second, approved by consensus (5/0/0).

Executive session ended at 9:10pm

Reported by Leah Stamper

Attachment A

Ideal General Manager Candidate Qualities

April 4, 2019

Competencies

- Financial management
- Strategic thinking
- Building and leading teams
- Problem solving

Skills

- Managing people
- Stakeholder alignment
- Financial reporting

Key Experiences

- Retail grocery experience
- Managing growth and change
- Experience managing people
- Working with a Board of Directors

Personal Attributes

- Accountability
- Embraces cooperative structure
- Ease with transparency
- Values outside expertise
- Commitment to the community in which we live



JOB DESCRIPTION

Job Title:	General Manager (GM)	Reports to Job Title:	NCC Board of Directors
Department:	Corporate	Division:	Administrative
Direct Report(s):	Management Team	FLSA Status:	Exempt
<input type="checkbox"/> New Position	<input checked="" type="checkbox"/> Revised Position	Last Revised:	4/4/2019

SUMMARY:

Ensure safe, secure and financially sustainable day-to-day and long-term operations; ensure hiring, training and supervision of Management Team and other employees in line with the cooperative principles and values; and meet the goals and objectives established by the Board of Directors (board).

ESSENTIAL FUNCTIONS: (other duties may be assigned)

Customer Service

- Treat people fairly, consistently, and with respect.
- Ensure efficient, informative, and friendly service according to established customer service vision and standards.

Leadership

- Model supportive and participatory leadership qualities, promote team building, and motivate staff to achieve their stated objectives.
- Treat staff and managers with consistency and fairness, in a style appropriate to a cooperative work environment.
- Ensure that communications are clear, direct, and respectful.
- Ensure professional and friendly service from all staff.
- Act as a model to all employees following both the union contract and employee handbook.

Personnel Practices

- Treat people fairly, consistently, and with respect.
- Foster employee job satisfaction and commitment to the Co-op.
- Actively address performance and personnel issues in a timely manner.
- Ensure the integrity of the Co-ops stated vision and policies in decision-making and interactions with others.
- Follow good documentation practices.
- Assist in maintaining updated job descriptions for all supervised staff.
- Provide timely, thorough and thoughtful performance evaluations to staff.
- Ensure appropriate safety training for all staff.
- Provide adequate professional development opportunities for all staff.

Environmental Practices

- Reduce waste production and energy use to the maximum extent feasible.
- Understand and abide by the Co-op's organic certification.
- Implement the Co-op's Zero Waste Policy.
- Ensure that Co-op facilities are welcoming to environmentally friendly forms of transportation such as walking, biking and taking the bus.

Financial Practices

- Oversee preparation of an annual budget to be approved by the board.
- Responsible for timely preparation of quarterly income and balance statements and monthly updates for the board on the Co-ops financial status.
- Communicate relevant sales, margin and labor goals to staff on a regular basis.
- Maintain working knowledge of personnel reports, margin reports, weekly sales numbers and financial goals.

Management Practices

- Understand and demonstrate commitment to the cooperative principles, cooperative business model and a triple-bottom-line philosophy.
- Implement the adopted Strategic Plan.
- Facilitate management team meetings setting/following established ground rules.
- Stay current on global trends and changes that affect the natural foods industry.
- Respond to challenging situations in a positive and professional manner including proposing new ideas or better ways of doing things.
- Demonstrate regular, predictable work attendance.
- Demonstrate a willingness and ability to cooperate and communicate with co-workers, supervisors, subordinates and/or outside contacts in a timely and appropriate manner.
- Complete goals and work plan tasks in a timely manner, meeting established deadlines.
- Follow health and safety rules. Maintain working knowledge of processes and solutions for store emergencies.

Board of Director Relations

- Attend Board of Director meetings.
- Respond to board requests and implement decisions and directives of the board in a thorough and timely manner.
- Provide a written and oral report each month on the status of the Co-op and the status of the Co-ops strategic plan implementation.
- Submit agenda items as necessary on issues needing board action.
- Submit an annual report including previous year's financial status and a budget for the following year.
- Keep the board apprised of issues to be considered for the long-range planning of the Co-op and makes specific recommendations for development.
- Maintain effective communication and working relationships with the board and board President.

Membership

- Ensure clear and effective communications to the membership.
- Ensure overall member satisfaction by monitoring key indicators.
- Maintain accurate membership records.
- Ensure openness and responsiveness to member input on operational issues.

Operations

- Ensure labor costs are financially sustainable for the organization while striving to provide employees with the best possible compensation and work environment.
- Ensure timely negotiations and renewals of any lease and/or sublease.
- Ensure the physical building is adequately maintained and meets all security, health and safety standards.
- Ensure efficient operational systems; identify and solve operational problems.
- Plan for and implement changes and improvements to physical operation.
- Ensure assets are utilized productively and safeguarded from loss.
- Oversee negotiation of the Collective Bargaining Agreement.
- Ensure implementation of the Purchasing and Merchandising Policies.

**Other Duties: Please note this job description is not designed to cover or contain a comprehensive listing of activities, duties or responsibilities that are required of the employee for this job. Duties, responsibilities and activities may change at any time with or without notice.*

KNOWLEDGE, SKILLS, EXPERIENCE

Co-op Knowledge

- Demonstrate a commitment to cooperative principles and an understanding of the difference between cooperative businesses and conventional retail stores.
- Maintain an understanding of the Co-op's organizational structure and the General Manager's place within it, including relationships with staff, membership, and the board.
- Ensure the integrity of the Co-op's Mission Statement and commitment to cooperative principles.

COMPETENCIES:

The General Manager must demonstrate competence in the following areas:

- Financial management
- Strategic thinking
- Building and leading teams
- Problem solving
- Managing people
- Stakeholder alignment
- Financial reporting
- Retail grocery management
- Managing growth and change
- Working with a board of directors

Education and/or Experience

Bachelor's degree (B.A.) or equivalent from four-year College; or five years related experience and/or training; or equivalent combination of education and experience.

WORK ENVIRONMENT:

The General Manager will have a mobile office, that will allow him/her to be present in either the Arcata or Eureka Store, as needed.

PHYSICAL DEMANDS:

- To perform this job successfully, an individual must be able to perform each essential duty satisfactorily. The requirements listed below are representative of the knowledge, skill and /or ability required.
- Reasonable accommodations may be made to enable individuals with disabilities to perform the essential functions of this job.
- While performing the duties of this job, the employee is regularly required to sit and talk or listen. The employee frequently is required to reach with hands and arms. The employee is occasionally required to walk and use hands to finger, handle, or feel objects, tools or controls.
- The employee must regularly lift and/or move up to 20 pounds and occasionally lift and/or move up to 50 pounds. Specific vision abilities required by the job include close vision, depth perception, and the ability to adjust focus.
- The noise level in the work environment is usually moderate.

POSITION TYPE & EXPECTED HOURS OF WORK:

- This is an exempt position. Hour of work are varied, Monday through Sunday.

EEO STATEMENT:

The North Coast Co-Operative provides equal employment opportunities (EEO) to all employees and applicants for employment without regard to race, color, religion, sex, national origin, age, disability or genetics. In addition to federal law requirements, The North Coast Co-Operative complies with applicable state and local laws governing nondiscrimination in employment in every location in which the company has facilities. This policy applies to all terms and conditions of employment, including recruiting, hiring, placement, promotion, termination, layoff, recall, transfer, leaves of absence, compensation and training.

SIGNATURE:

This job description has been approved by the BOD:

Board

President: _____

* Employee signature below constitutes employee's understanding of the requirements, essential functions and duties of the position.

Employee _____ Date _____