



Board of Directors Meeting Minutes

May 4, 2023 • 6 – 8pm

Zoom Call

Present at meeting:

Board Members: Kirsten Lindquist (President), Brenda Harper (Vice President), Humnath Panta (Treasurer), Roger, Mike Connors, Laura Jones, Thomas Wehland (Secretary)

Absent Board Members:

Co-op Employees: Barney Doyle, Sean Nolan, Emily Walter, Kiya Villarreal, Hernan Perez

Member-owners: Kathleen Pelley, Ed Cohen

1. **Welcome**

The meeting was called to order at 6:02 by Kirsten and introductions were made.

2. **Agenda Review and Approval**

Agenda approved by consensus.

3. **Member Comment Period**

- Ed (Earthly Edibles Farm) – I'm a longtime member and have been selling organic produce to the Co-op for about 20 years. I have a great relationship with the Produce Department. We more recently started selling dry beans to the bulk department and I was shocked by how high the margin is. I talked with several people at several levels, and nobody seemed to be able to help me. Other local stores have put my dry beans on their shelves with a lower margin. There aren't many bulk items that are Humboldt County grown. Why is there not a policy that would have better low margins on Humboldt County grown products?
 - o Sean – We're currently rolling out a new pricing policy for local products and I know that your dry beans are on the list to address. I'm happy to speak with you about this further.
 - o Mike – Thank you Ed for showing up tonight. I'm glad to hear there is something in the works to support local farmers.
- Roger – Thank you Ed. I talked to a younger member who loves the Co-op but doesn't want to participate. I'm not sure how we get younger folks interested in participating.

4. **Approve April 2023 Board Minutes**

<p>Motion: Approve the April 2023 board minutes. Motion by Roger, 2nd from Mike. Motion Passes (7/0/0).</p>

5. **Board Correspondence** – reported by Kirsten

We got a request to be part of Portraits of a Graduate event at Eureka City Schools.

- Thomas – It looks like an invitation that was sent to many businesses. It's vague as far as how to participate. No further action needed.

6. **Financial Bottom Line** – reported by Barney

P11 was more of a normal period aside from benefits which were more than double what we budgeted for and brought the period into the negative. Margins went up and our cash holds strong at 38 days. We are currently in the process of getting financial documents to the auditors. The audit is set to take place in June.

7. **Appoint Board Officers**

Kirsten resigned as an employee board member at the end of this election cycle. Two years remain on her employee term. She is also stepping down from being President. This means there will be two open employee seats during the election.

Motion: Appoint Brenda as President.
Motion by Mike, 2nd by Thomas. All in favor, motion passes (7/0/0).

Motion: Appoint Kirsten as Vice President.
Motion by Roger, 2nd by Mike. All in favor, motion passes (7/0/0).

8. **Nominating Committee**

The nominating committee met this month and is recommending a 2023 election timeline for the board to approve.

Motion: Approve the 2023 election timeline as presented by the Nominating Committee. (Attachment A)
Motion by Kirsten, 2nd by Humnath. Motion passes (7/0/0).

9. **Quarterly Strategic Plan Review** – reported by Sean

We are in year four of the Strategic Plan and making continual progress.

- Mike – DEI Training Modules – Do you have timelines for the rollout of the training?
 - o Sean – The HR Team is currently figuring out the specific timeline. There will be two different training courses at two different times.
- Kirsten – Can we get information about the update about solar panels?
 - o Roger – If we install new solar panels on a year that we have a tax credit it would take about ten years to pay for itself. We have a goal of reducing energy use from PG&E so we should start planning for more solar.
- Kirsten – Environmental Responsibility – can you explain how the Co-op collaborates with the City of Eureka?
 - o Kiya – We have more dialogue going on with City of Eureka staff to get more recycling options and to know more about the future composting in Eureka.

10. **50th Anniversary Party Planning** – reported by Emily

The 50th Anniversary Party is set to take place on Sunday, August 20. Initially it was planned to take place at the Arcata Community Center, but we are now planning to have it as a block party on I street in front of the Arcata store. The event will have music and food and will be open to the public, not just members. We felt having an outdoor event would be more welcoming to everyone and that having it near the Arcata store and open to the public would be more celebratory. We are creating a planning committee and would like to invite interested board members to participate. Meetings will take place during working hours to accommodate staff.

- Roger – I like the idea of having it near the Arcata store.
- Sean – I like that we get to invite the community to celebrate with us.

ACTION: Roger and Laura would like to participate on the planning committee.

11. **Board Spending** – reported by Roger

I feel that sometimes we make big spending decisions too fast. An example is the generator proposal. I think we should think of a solid procedure that we make sure to take time for making large spending decisions if it's not an emergency. It also allows more time to inform members. Sometimes it just takes time to think through big decisions and it's helpful to have more than one conversation.

- Mike – is there a way to communicate upcoming large decisions with the membership to get their feedback?
 - o Roger – The newsletter is one way to communicate. This is a very large Co-op and it feels hard to communicate easily with members.
 - o Sean – Would it help to make better efforts to invite members to meetings where decisions like this are being made?
 - Ed – I served on the board of North Coast Growers Association. We would do what Sean just recommended if there were big expenditures or policy changes. We would try to give 30-day advance notice to stakeholders, and it was effective.

12. Board Retreat Update – reported by Thomas

The board and management retreat is scheduled for Friday, August 4 but we do not yet have a venue. We are working with Bobbie to create an outline.

13. GM Report

We had a great member appreciation month in April. I think it was the most successful to date. The weekly member specials were very successful. We also had the Zero Waste Market which was a huge success on Earth Day, partnering with Zero Waste Humboldt. I hope to make it an annual tradition. We have already started groundwork to get the generators installed.

- Roger – Can you comment on the prepared foods year over year financials.
 - o Sean - The new hot bar sales in Arcata have been doing well while the hot bar in Eureka is doing about the same year over year.

14. Member Comment

- Ed – I want to thank you all for letting me have a voice here tonight. As a member I'm glad to hear there are generators being installed in the stores. I saw how much waste there was after the earthquake and I'm glad this will hopefully not happen in the future.
- Laura – I want to thank the Co-op for placing suggestion forms at customer service once again and that on Thursdays I can buy great Co-op bakery bread in brown paper bags.

15. New Business (items for next agenda):

- Anniversary Party Planning
- Board Retreat Update
- Ad Hoc Member Survey Committee

Consensus reached to adjourn the May 4, 2023, meeting at 7:05pm and move into Executive Session.

Minutes by Emily Walter

**North Coast Co-op
Board of Directors Executive Session Minutes
May 4, 2023**

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Absent Board Members:

Co-op Employees: Sean Nolan

No reportable action taken.

Executive Session ended at 7:50pm