



## Board of Directors Meeting Minutes

August 6, 2020 • 6 – 8pm

Zoom Call

### **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:** Emily Walter, Sean Nolan, Barney Doyle, Thomas Wehland, Alex Villagrana, Teisha Farrer, Kiya Villarreal

**Member-owners:** Kathleen Pelly, David Dahler

### **1. Welcome**

The meeting was called to order at 6:01pm by James.

### **2. Agenda Review and Approval**

Agenda approved by consensus.

### **3. Member Comment Period**

None

### **4. Board Correspondence**

Ban on single use produce stickers

- A member is requesting the Co-op ban plastic produce stickers and sign onto a nationwide petition.
- The Earth Action Committee will review the petition at the August meeting.

### **5. Consent Calendar**

**Motion:** Approve the August 6, 2020 consent calendar.

- a) Approve July 2, 2020 board minutes
- b) Approve BPM update – define candidate (PPC July minutes)
- c) Approve Bank Resolution:

Approved by consensus.

### **6. Financial Bottom Line - reported by Barney**

P2 was not as good as P1 – the main issue being higher payroll due to retroactive pay. Looks like we'll have a good comeback in P3 which will be reviewed at the August Finance Committee meeting. Sales have been great the last few weeks in both stores. We have three weeks left of C Share repayments.

The FY20 annual report is complete and available upon request.

Line of Credit Renewal

- The current line of credit is \$149K and is good for one year.
- Renewal documentation is due the first week of September.
- The Finance Committee will discuss this topic at the August 26 meeting.

### **7. 2020 Election Policy Changes**

During the COVID-19 pandemic the board has created 2020 election policies focused on safety with as much transparency and democratic resilience as possible.

Campaigning guidelines

Due to COVID-19 and the need to campaign in a responsible and safe manner, the board created a guideline (See Attachment A) for campaigning during the 2020 election. This policy will overrule any conflicting policies in the Board Policy Manual.

**Motion:** Adopt the temporary campaigning guidelines as seen in Attachment A for this year only.  
Motion by Colin, 2<sup>nd</sup> from Roger, motion approved (7/0/0)

#### Employee ballot count

Due to COVID-19 and the need to count ballots in a responsible and safe manner, the board has created a policy (See Attachment B) for the 2020 employee ballot count. This policy will overrule any conflicting policies in the Board Policy Manual.

**Motion:** Approve the employee ballot counting policy for 2020 as seen in Attachment B. The board designates Cheri Strong to assist Kirsten Lindquist (Nominating Committee Chair) during the employee ballot count. Roger will serve as a back-up.

Approved by consensus.

#### Online Voting

The board discussed using online voting along with paper ballot voting for the general election.

**Motion:** Empower the Nominating Committee to work with staff to figure out an online voting system that is secure and as transparent as possible for the 2020 election

Motion by Colin, 2<sup>nd</sup> from Kirsten, motion approved (7/0/0)

### 8. Co-op News

A few years back the board adopted a policy about the Co-op Newsletter in the Board Policy Manual. The purpose of the Co-op News policy is to maintain a functional venue for democracy. The Co-op News has recently changed format and the board discussed this change.

- Starting in June the Co-op News went online. It was previously being printed quarterly.
- It is more of a blog now.
- Staff are exploring ways to post the online content in stores.
- It was suggested that the online content be sent to members via email.
- A physical form of the Co-op News is important to people and especially for members to feel connected to the Co-op.

### 9. Purchasing Policy - reported by Sean

Staff is proposing an updated Purchasing Policy that is more specific and more robust. The proposed Purchasing Policy includes a list of banned ingredients. The intent of staff is to replace both the purchasing and merchandising policy with this new policy.

- There should be an annual review of the policy within the policy.
- Produce section - we might need broader language to recognize local small farmers that grow with organic standards but are not certified.

Following revisions discussed this evening the board will review the Purchasing Policy for approval at the September board meeting.

### 10. Board Slate

**Motion:** Approve Kirsten Lindquist as Treasurer. James will now only hold the office of President. All other officers remain the same.

Motion approved by consent.

**11. Response from NCG on Member Agreement**

Tabled

**12. GM Report** - reported by Sean

- Sales have been great with five consecutive weeks of beating last year's numbers and the budgeted plan.
- The retrofit refrigeration project is complete and went smoothly.
- The Marketing department released a podcast, "Cheese the Day," which features our Cheese Department Heads.
- A new internal transfer system has been implemented that is 100% digital. This ensures that costs of goods are no longer impacted during internal transfers.
- We have started to incorporate Spanish language in our signage.

**13. Reserved for Removed Consent Agenda Items**

None

**14. Member Comment**

- David – questions adding an additional management position.
- Laura - very excited about the Spanish signage and cheese podcast.
- Roger - many members did not like the most recent version of the Co-op news. I hope we can do something that is simple to communicate with our long-term hardcore members.

**15. New Business (items for next agenda):**

- The next board meeting will be Wednesday, September 2 (normally scheduled for Thursday., Sept. 3)
- Response from NCG on member agreement
- Purchasing Policy (action)
- Audit presentation from barney (action)

Consensus reached to adjourn the August 6, 2020 meeting at 8:58pm and move into Executive Session.

*Minutes by Emily Walter*

**ACTION ITEMS**

- Barney will provide line items for how the PPP funds were spent at the FC meeting.
- Barney will ask NCG and Wegner what their opinion is of the Coop maintaining a line of credit.
- Sean will explore the operations behind produce stickers and see if we can reach out to some of our vendors and report back at the September Earth Action Committee.
- Sean and Alex will work on making sure the intent of the Co-op News from the BPM is carried out.

**North Coast Co-op  
Board of Directors Executive Session Minutes  
August 6, 2020  
Zoom**

**Present at meeting:**

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

**Absent Board Members:**

**Approved Guests:** Sean Nolan

No reportable action taken.

Executive session ended at 9:20pm.

*Reported by James Kloor*