



Board of Directors Meeting Minutes September 2, 2020 • 6 – 8pm Zoom Call

Present at meeting:

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

Absent Board Members: Cheri Strong

Co-op Employees: Emily Walter, Sean Nolan, Barney Doyle, Thomas Wehland, Kiya Villarreal

Member-owners: Kathleen Pelly

1. **Welcome**

The meeting was called to order at 6:02pm by James.

2. **Agenda Review and Approval**

Agenda approved by consensus.

3. **Member Comment Period**

There were several comments about how well the Co-op and how they're handling safety during COVID-19.

4. **Board Correspondence**

James and Sean have been in contact with a couple of Co-ops that are getting started right now in California. Our Co-op has been sharing our knowledge with other Co-ops to help them get running.

5. **Consent Calendar**

Motion: Approve the September 2, 2020 consent calendar.

a) Approve August 6, 2020 board minutes

Approved by consensus.

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

Barney reviewed the audit as discussed at last week's Finance Committee meeting and a revised management letter from Wegner CPAs that was received this week. It was a great year financially and a great come back from the previous year.

Motion: Accept the Fiscal Year 2020 audit as presented.

Approved by consensus.

7. **Volunteering at the Co-op**

Barney and Sean met with the Co-ops insurance carrier about starting a volunteer program and found out it would require additional insurance with higher rates. They also found out a lot of insurance carriers don't want to provide insurance for volunteers. Typically, insurance carriers see this as a higher risk and a policy would need to be negotiated. There are operation difficulties associated with starting a volunteer program as well as difficulties with insurance. Staff recommend not exploring implementing a volunteer program.

(Leah Stamper joined the meeting)

James- noted that the Strategic Plan includes launching a non-profit that we could have a volunteer program through. We could also work with our strategic partners, such as Cooperation Humboldt, and get volunteers via their non-profit.

AGREEMENT: Consensus is to revisit this topic when the pandemic has lessened and there is more of an opportunity for volunteers.

8. Purchasing Policy

The board reviewed a staff updated Purchasing Policy that included suggestions from the August board meeting. Staff suggest that the Purchasing Commitment section of the policy be adopted and managed by the board. And the rest of the detailed policy will be managed by staff. The specifics of the policy are dynamic and can change often, and thus staff need to be able to update the details specifically. The board part is more about the overarching goals of the policy.

The board requested several changes to the policy.

ACTION: Staff will update the policy as discussed at this meeting for review at the October board meeting.

9. Response from NCG on Member Agreement

The board reviewed correspondence from NCG regarding the Co-ops contract with NCG.

There is disagreement that the Co-op needs to commit to growth and that it's a philosophical statement that doesn't need to be in the NCG contract. There should be an equal process if there is a dispute that arises from the Co-op or from NCG. Currently, there is only a process for when the Co-op has a dispute with NCG.

The board would like to see a draft annual NCG contract in advance to enable them to give feedback to NCG prior to signing it.

AGREEMENT: Sean will convey board concerns from tonight's discussion with NCG in January, prior to the renewal of the Co-ops contract.

10. Election Update – reported by Kirsten

Thomas Wehland was elected by the staff as the employee candidate to be ratified by the membership. There are three candidates (Ahmed Foggie, David Dahler and Pamela Lee) for two open general seats. Online voting during the general election will be implemented and encouraged.

11. GM Report - reported by Sean

General

- Online ordering prepared foods program goes live this week.
- Company wide email access implemented this week to improve communication with staff.

Environmental

- Sustainability is now its own department.
- The Co-op will not be applying for a CAL Recycle grant

Social

- Most successful Seeds for Change round up to date for Black Humboldt in August, raising \$7,660.

12. Reserved for Removed Consent Agenda Items

None

13. Member Comment

- Kiya- employees are really enjoying shopping at the Co-op with the newly increased employee discount.
- Thomas – excited about online voting.

- Kirsten – there is a cashier at the Eureka store that is buying cream cheese for the staff room now that it's not provided for free any longer. It feels good to have such caring staff.

14. New Business (items for next agenda):

- Purchasing Policy
- Annual Membership Meeting Update
- Celebrate outgoing board members

Consensus reached to adjourn the September 2, 2020 meeting at 8:08pm and move into Executive Session.

Minutes by Emily Walter

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

Present at meeting:

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

Absent Board Members: Cheri Strong

Approved Guests: Sean Nolan

No reportable action taken.

Executive session ended at 9:28pm.

Reported by James Kloor