



Board of Directors Meeting Minutes

January 9, 2025 • 6 – 8pm

Zoom

Present at meeting:

Board Members: Roger (President), George WinterSun, Mike Connors (Treasurer), Brenda Harper, Mimi Smith (Secretary/Employee Director), Elizabeth Gahm (Vice President/Employee Director), Layla Richardson

Absent Board Members:

Co-op Employees: Emily Walter, Sean Nolan, Kiya Villarreal

Member-owners: Kathleen Pelley, Pat Bitton, Joanne McGarry

1. **Welcome**

The meeting was called to order at 6:01 by Roger and introductions were made.

2. **Agenda Review and Approval**

Agenda approved by consensus.

3. **Approve December 2024 Board Minutes**

December 2024 Board minutes approved by consensus.

4. **Member Comment Period** – reported by Roger

- Joanne – I came to a recent Board meeting and talked about a local business called “Bright and Green.” This is a reusable dishware company. I would like the o-op to be forward thinking when it comes to things like reusable dishware. Waste reduction needs to be highly prioritized in a climate-driven world. We can lead the way locally and model behavior. I think we should charge people significantly for non-reusable items like paper coffee cups.
- Kathleen – one of the things I’m working on is putting pressure on the local garbage company about taking compost, which they are supposed to do by law.
 - o Kiya – It is the cities that are mandated by law to have composting. They got a one-year extension, but I haven’t seen any movement forward towards making this happen.

ACTION: Roger and Kiya will write a generic letter from the Board that can be sent to all of the cities.

AGREEMENT: The Board agreed for Kiya and Roger write the letter and send it without Board review.

- Roger – I have friends who were around when the Co-op started. They said they aren’t comfortable shopping there anymore because they don’t feel staff want to help them with answering questions. A past Board member I talked to feels like the Co-op is more of a specialty store for produce and cheese.

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

We heard from a couple of people about the recent power outage in Arcata that led to product loss at the Arcata store. I’ve explained that it was an unfortunate event and that staff have since implemented additional measures to keep such an incident from happening again in the future.

6. **Employee Speaker** – reported by Roger

I thought I had a speaker, but they didn’t show up tonight.

- Roger asked everyone what their reaction is to the December Co-op newsletter? Responses included: I haven’t seen it. And I’m not sure I know what you’re talking about. What newsletter? I haven’t read it. I saw it. It came out late. It doesn’t have much in it. I haven’t seen it. I didn’t see it. It would be nice to get it emailed.
 - o Roger – We supposedly have a newsletter. But if the Board isn’t aware of it, I don’t think it’s effective. I would like to focus more on what we want to communicate. I want to talk about this in more depth at the next Board meeting.

7. Retirement Benefits – reported by Roger

While the Board does not have the authority to establish retirement benefits, I think if the Board has an idea of what they want, we should state that and formally support it.

- Mike – I would like to see a comprehensive set of recommendations that include retirement benefits, member benefits and senior discounts that would come out of the Strategic Plan.
- Brenda – I don't think this is a Strategic Plan issue. I think this is something the Board can recommend and have staff investigate.
 - o Lizzy – I agree with Brenda. I think this is a matter that can be considered on its own. We should pursue finding out what the financial projection of retirement benefits would be.
- George – I'm not sure about the long-term implications, but otherwise I recommend we support retirement benefits.
- Mike – Why are we discussing retirement benefits, but we aren't discussing member discounts? Many members have raised the issue of benefits. Why aren't we talking about that?
 - o Brenda – The list of retired people is very small compared to the larger membership. The board has discussed member benefits many times.
 - o Roger – These are all things that we have can continue to discuss. The Strategic Plan is more about 5 broad goals and this topic is more of a nitty gritty item. We can work on retirement benefits and still continue working on other topics, such as member discounts and senior discounts.
- Sean – Creating a retirement benefit is a big decision to make. It's easy to give a retirement benefit but it's challenging to reverse, and we need to consider and make sure it's financially viable. If we do move forward with retirement benefits, I think it needs to go those with a higher tenure of employment.
- Mike – As Treasurer, I don't feel comfortable asking staff to implement a retirement benefit without first seeing the plan. I think we should be specific about what we are asking to be implemented. In that past we asked Sean to do an analysis that included a 15% discount for employees that have at least 15 years of service, retroactive, non-stacking, they must be a member, must be in good standing with the company and cannot be used by household shoppers.
 - o Roger – These are things Sean has looked into. He did have perhaps an opinion that it might get moved to those that have served for 20 years. Beyond that, I trust that he will incorporate the other basic things we asked, such as being a member in good standing with the Co-op.

Staff Directive: The Board recommends staff create an employee retirement benefit policy and implement it if feasible.

Motion by Roger, 2nd from Mimi. Motion Passes (6/0/1). Mike against.

8. Strategic Planning Update – reported by Sean

We hired Ursula Bischoff to facilitate our Strategic Planning process. Emily has sent out information to the committee as we are preparing for our first committee meeting on January 30.

- George – I think we should be looking into the balance of member benefits vs. employee benefits.

9. Review Draft Board Budget – reported by Emily

The draft budget for Board expenses was given to the Board for review. Please think about what kind of budget you want for travel/training expenses and GM Review. The Board should be finalizing the budget at the February Board meeting.

10. Outreach – reported by Roger

We kind of already discussed this a bit when we discussed the newsletter under agenda #6. I would like to continue this discussion at the February meeting.

11. GM Report – reported by Sean

We had a power outage in Arcata. The new generator came on and worked. When the PG&E grid came back on it appeared everything switched back over, but unfortunately our compressors did not come back on. There were a few system failures that exacerbate the situation which caused us not to see the problem before it was too late. We had our refrigerator and generator techs out yesterday who discovered what caused the failure. We do have an alarm system, but that also failed, so we are readjusting our alarm system so that we can address an issue like this

if it arises again in the future so that we don't lose product. We lost about \$76k in inventory and sales were down by about \$50k.

- Mike – How did we do fiscally over the holidays?
 - o Sean – Sales were good over the holidays. We don't have the P8 financials yet, but I do know we had some big health claims. I'm curious to see what the quarter shows us.

12. Member Comment

- Roger – A lot of things that I like to buy keep disappearing. Things like sneakers and overalls. And in the Co-op, the only chocolate bar with no sugar in it changed their packaging and added palm oil. I get that it's part of aging and things changing. There are more and more plastics in the peanut butter section and more no-stir peanut butter with palm oils. This makes me want more signs and education in the store.
- Layla – Has there been any development on the janitorial situation?
 - o Sean – I've been working with the Maintenance team to work on addressing issues.
- Mike – What's happening with the plumbing in Arcata?
 - o Sean – We had a failed pipe. We had a company come out to fix it and instead of finding the pipe we found an old, abandoned grease trap on top of the pipe. We are currently trying to find a septic company to come out and remove the grease trap so that we can then fix the pipe.

13. New Business (items for next agenda):

- Outreach/Newsletter
- Strategic Planning Update
- Board Budget

Consensus reached to adjourn the January 9, 2025, meeting at 7:47pm and move into Executive Session.

Minutes by Emily Walter

North Coast Co-op Board of Directors Executive Session Minutes January 9, 2025

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Absent Board Members:

Co-op Employees: Sean Nolan

No reportable action.

Executive Session ended at 8:09pm