



Board of Directors Meeting Minutes

March 13, 2025 • 6 – 8pm

Zoom

Present at meeting:

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

Absent Board Members: Mimi Smith (Secretary/Employee Director)

Co-op Employees: Emily Walter, Sean Nolan, Mike Cahill, Gabriele Renshaw

Member-owners: Pat Bitton, Joanne McGarry, Carly Tambling (Bright and Green), Holly S.

1. Welcome

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

2. Agenda Review and Approval

Agenda approved by consensus.

3. Approve February 2025 Board Minutes

February 2025 board minutes approved by consensus.

4. Member Comment Period

- Roger – A member recently told me that going into the Co-op the staff are more grumbly than anywhere else they go. I'm not surprised by this insight. I've heard that management is working on this. I've seen a couple of staff up front that have been smiling more recently.
- Carly – I have a business called Bright and Green that offers reusable party packages of recycled and reusable dishware. These items can be rented or purchased. One option is that they be rented, and I pick them up and wash them.
 - o Mike – I want to say congratulations to Carly for winning Green Business of the year in Arcata.

5. Board Correspondence – reported by Roger

- We got a comment from Alex Stillman, wanting the Co-op to develop the parking lot into housing.
- A business development in Fortuna was inquiring about the Co-op opening a store there to improve their development.

6. Governance Policy – reported by Mike

I sent materials to the Board about this to focus how we operate. I think we should hire a consultancy to see how we get there. I want to put \$8,450 in the Board budget. It's a concrete system where the board offers policies that show expectations

- Emily – I'm curious about the timeline involved. How would this affect current policies or the Strategic Plan that we're currently creating?
 - o Mike – When I was at CCMA many people there found Governance Policy to be an effective mechanism. I don't understand the specific mechanisms for how it works and that's why I'm proposing we hire Culminate to guide us through the process. I know that quite often the Strategic Plan will become the Ends Policy. So, our next Strategic Plan would be a good lead into this process.
 - o Emily – I think it would be helpful to dive into this topic deeper with more discussion at a Policies and Procedures Committee.
- Roger – I'm not sure our board has a good understanding of what's being proposed. I think a deeper discussion would be appropriate.
- Brenda – I've researched this, and it has been discussed by past Boards who decided not to do it.
- George – I'm trying to understand what problem we're trying to solve by doing Governance Policy.

- Mike – From the email I sent to the board: Policy Governance is an informed system where the Board authors specific numbered policies which expressly define the expectations and desired outcomes of the Co-op. Then hands over the implementation of those to the General Manager and Team. It includes accountability. Facilitates annual reviews. It removes the Board to need to meddle in operations matters.
- Emily – I would propose this be added to the Board budget but there would still need to be approval from the Board at a later time before these funds could be spent.
 - Mike – I think we should have someone present to us and walk us through what this process would look like.
- Lizzy – I would be interested in learning more.

7. FY 2026 Draft Board Expenses/Budget

The Board reviewed Board related expenses and the Board budget.

- Mike – Layla, Lizzy and I plan to attend the CA Cooperative Development Conference this year. I propose we increase the travel/training budget. I think it should be \$8,000. This is a way to have a well-educated board.

Motion: Approve the Board Budget, including \$8,000 for training and \$8,500 for policy governance, totaling \$66,500.

Motion by Mike, 2nd from George. Motion Passes (6/0/0).

8. Nominating Committee (NC) – reported by George

We decided to update the application and how people can submit their statements.

Motion: Change the name of the Nominating Committee to the Elections Committee.

Motion by Brenda, 2nd from Roger. Motion Passes (6/0/0).

Motion: Hold the Annual Membership Meeting on October 12 in Eureka.

Motion by George, 2nd from Roger. Motion Passes (6/0/0).

- Layla – I would like to talk about the vibe of the AMM. It was previously mentioned that AMM could be more of a celebration and less of a meeting.
 - Roger – I hear members that want a celebration and members that want more of a meeting.

9. Strategic Planning Update – reported by Layla

I think Ursula is doing a great job facilitating the committee. We are working on survey questions that are geared towards non-members and past members.

10. Quarterly Review of Strategic Plan – reported by Sean

No comments.

11. GM Report – reported by Sean

We are still working out final kinks with the Eureka generator. The refrigeration monitoring service we recently purchased seems to be working well in Arcata. We are working to get it deployed at the Eureka store as well.

We have a clogged drain line under the floor at the Arcata store. We found an abandoned grease trap atop of the clogged pipe and it's been a challenge to find professionals to help us get it cleaned up so that we can fix the pipe.

There are five members on our new IDEA (Inclusion, Diversity, Equity, Accessibility) committee. It's a staff lead committee to look for areas of opportunity within internal operations for improving IDEA opportunities within the workplace and operations.

- Mike – How will the IDEA committee be connected to the Board?
 - o Sean – It's not built into the current structure. But this is new, and we can modify it as we see fit. The current structure is that the committee will meet and provide recommendations to the management team. The management team will provide a response.
 - o Mike – I would like some amount of information from the IDEA committee to the Board for our own education.
 - o Sean – I can work on providing appropriate information and the Board can invite committee members to attend Board meetings.

12. Employee Speaker – Gabriele Renshaw

I've worked here for 2.5 years. I want to talk about 1), Co-op Board and employee interaction, 2) The deli is understaffed, and 3) Manager involvement.

Going to a board meeting is difficult for someone who works nights. I have to go through my manager which feels like a conflict of interest, because I could potentially want to complain about my supervisors to the Board. This might be part of why there is little employee interaction with the Board. My suggestion is to let staff know how they can email the Board.

Manager interaction with employees is an issue. Because we are understaffed, we don't always have enough involvement from our managers, which can lead to not getting the best directions to staff. I think everyone is trying their best. The deli is understaffed along with other departments. I understand there are reasons and I'm not coming from a place of attack but a place of understanding. But this coincides with lack of manager involvement. If the deli was better staffed there would be more time to interact with management, but often management is busy doing the jobs of staff that call out, instead of their own duties.

We have customer comment cards. I think we should have some at the deli, asking our deli shoppers questions to find out what they want to get from the deli.

One reason it's hard for employees to try and get paid time to attend a board meeting is that they have to go through their manager, which can feel awkward. A handout to managers about the policy for employees to attend Board related meetings could be helpful.

I would like to see more direct involvement of managers with their employees. It feels a little corporate right now. It can feel difficult to get ideas or questions to higher up management, and sometimes you don't hear back.

- Lizzy - I think during department huddles that they discuss when the board meetings are. What if it's the department heads responsibility that they communicate to their staff about the ability to attend board meetings?

13. Member Comment

- Joanne – There is a young mother who shops at the Co-op. Her challenge is dealing with a baby and carts in the parking lot. She doesn't want staff to help her. Can we get better wheels on the carts with breaks? I put something on the bulletin board last night. Can we have additional bulletin board space? May is bike month. I want to experiment with the three parking spaces at the front of the store in Arcata and use them for bicycle parking. We need more bicycle parking space. We could add tables next to the bike parking.
- Roger - I spend more time in bulk trying to find stuff for people than I do shopping for myself. It would be nice to have a map of the bulk section up in the store.

14. New Business (items for next agenda):

- Member Newsletter

Consensus reached to adjourn the March 13, 2025, meeting at 7:41pm and move into Executive Session.

Minutes by Emily Walter

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**North Coast Co-op
Board of Directors Executive Session Minutes
March 13, 2025**

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

Absent Board Members: Mimi Smith (Secretary/Employee Director)

Co-op Employees: Sean Nolan

No reportable action.

Executive Session ended at 8:35pm