



Board of Directors Meeting Minutes October 7, 2021 • 6 – 8pm Zoom Call

Present at meeting:

Board Members: Roger (President), Kirsten Lindquist (Treasurer), Pamela Lee (Secretary), Thomas Wehland

Absent Board Members: Laura Wright, Leah Stamper (Vice President)

Co-op Employees: Barney Doyle, Alex Villagrana, Jason Davenport, Kiya Villarreal

Member-owners: Fareed Ahmed, Kathleen Pelly

1. **Welcome**

The meeting was called to order by Roger and introductions were made.

2. **Agenda Review and Approval**

Agenda approved by consensus.

3. **Thank Leaving Board Members for Their Service**

This is Leah's last meeting as a board member, but she is not able to attend. We thank her for her service.

4. **Approve September 2, 2021, Board Minutes**

Motion: Approve the September 2, 2021, board minutes.

Approved by consensus.

5. **Member Comment Period**

- Kiya – the Co-op has decided not to recertify our organic registration with the state.

6. **Board Correspondence**

A member is requesting the board sign onto a public campaign that works to reduce plastic use in California.

- Kirsten – I would like to look more into this petition before signing or promoting it.

7. **Annual Membership Meeting Update** – reported by Barney

The meeting is via Zoom on Sunday, October 10 at 10am. There will be local chocolate and local apple tastings at the end of the meeting. The first half of the meeting is general business including member comment, candidate statements, sustainability update, and announcement of new member benefits, followed by some interactive breakout sessions. Breakout sessions will be on disaster response, public banking and development of cooperatives. We are appreciative that Cooperation Humboldt will assist with the breakout sessions.

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

P5 was profitable with continuous improvements with net profits. It's a good trend. Cash is still up at 25 days.

Sean and I received several quotes on loans and we chose a quick refinancing loan with under 4% interest. We can make up to a 20% principal prepayment each of the first 5-years with no penalty, reducing interest earned. The loan is mainly for upgrades/renovations of the Arcata store. We will be rolling in the remainder of the Eureka upgrade loan into this loan, lowering the interest on the remainder of that loan.

Motion: Accept the loan proposal from Redwood Capital Bank.

Motion by Pamela, 2nd from Thomas. All in favor. Motion passes (3/0/1). Roger abstains.

Motion: Approve Alex Villagrana as a check signer and remove Larry Hupp as a check signer.

Motion by Thomas, 2nd from Kirsten. All in favor. Motion passes (4/0/0).

9. **Annual Member Escheatment** – reported by Alex
Every year a list of members to escheat is presented to the board. These are members that we have had no contact with for three years. Once the board approves moving forward, all members on this list will be sent a final letter and noticed in a local newspaper which is required legally.

Motion: Accept the list of member escheatment.
Motion by Kirsten, 2nd from Pamela. All in favor. Motion passes (4/0/0).

10. **Policies and Procedures Committee Recommendations** – reported by Pamela
PPC has not been meeting regularly, and at the meeting we recommended to the board that we update the PPC Charter/Board Policy Manual on how often PPC meets.

Motion: Update the PPC Charter to meet as needed.
Motion by Pamela, 2nd from Thomas. All in favor. Motion passes (4/0/0).

11. **Communication With Members** – reported by Roger
This is an ongoing topic. I have concern about a lack of certain kinds of communication, particularly the larger format newsletter. I think we should continue this discussion with the new board.

I don't think the members are aware of the amount of plastics in the store. I think it's something we should be more proactive about. I hope the new board will want to get involved with reaching out to companies to encourage them to eliminate plastic from packaging.

11. **GM Report** – reported by Jason
Jason reviewed highlights from the GM Report.

12. **New Business (items for next agenda):**
- Plastics Petition (Action)

Consensus reached to adjourn the October 7, 2021, meeting at ~7:30pm and move into Executive Session.

Minutes by Emily Walter via audio recording of the meeting.

**North Coast Co-op
Board of Directors Executive Session Minutes
October 7, 2021**

Present at meeting:

Board Members: Roger (President), Kirsten Lindquist (Treasurer), Pamela Lee (Secretary), Thomas Wehland

Absent Board Members: Laura Wright, Leah Stamper (Vice President)

Co-op Employees: Jason Davenport

No reportable action taken.

Executive session ended at 8:30 p.m.

Reported by Pamela Lee