



Board of Directors Meeting Minutes December 2, 2021 • 6 – 8pm Zoom Call

Present at meeting:

Board Members: Roger (President), Kirsten Lindquist (Treasurer), Pamela Lee (Secretary), Thomas Wehland, Humnath Punta, Laura Jones, Alexandra Profant

Absent Board Members:

Co-op Employees: Jason Davenport, Emi Lee, Barney Doyle, Bob Brown

Member-owners: Brenda Harper, Kathleen Pelly, Tobin McKee

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 November 4, 2021, Board Minutes**

Motion: Approve the November 4, 2021, board minutes.
Approved by consensus.

4. **Member Comment Period**

- Brenda – I don't like the change in the member discount, especially as a senior, single person. I was able to combine my senior discount with my monthly member discount to get 10% off once a month and now I'll only be able to do that every three months.
 - o Roger – received a phone call from a member who is disappointed about the changes to member benefits. I'm disappointed in the approach. It feels like the Co-op is trying to make us feel like less is better. It feels corporate.
 - o Kirsten – Sean brought up these membership ideas when he first came on as the GM. I disagree with characterizing this as corporate and as less of a benefit. Across the board there will be a lot of people that buy in bulk and will benefit from the new member benefit changes. Part of the change is that 5% doesn't feel like a big discount, and a 10% discount is more substantial.
 - o Roger – True. I want to make sure that all members feel like they are getting more, and that nobody feels like they are receiving less.
 - o Alexandra – The co-op should have discounts that serve the senior population and that are competitive.
 - o Jason – We will continue to monitor the results of these member benefit changes and make adjustments where we see opportunities for improvements.
 - o Humnath – I'd be happy to do quantitative analysis of discount data.

5. **Board Correspondence**

- None

6. **Plastic Ban Petition**

- Kirsten - this is already going to be on the ballot. They were just looking for the Co-op to support/endorse the ballot initiative.
- The board requests time to read the initiative before a vote.

ACTION: Emily will distribute the initiative to the board.

7. Financial Bottom Line – reported by Barney

We are right on target to budget and remain profitable. We need to pay close attention to Costs of Goods, as they have been increasing, to make sure our Margins stay on target. We just signed the loan for the renovation project, signaling scheduling for the project to proceed. Thanksgiving week was very successful.

ACTION: Barney will look into finance educational materials for new board members, including information about share structure.

8. Finance Committee – reported by Kirsten

I would like to encourage all board members to attend the Finance Committee meetings.

Motion: Approve November Finance Cmt. Minutes.
Motion by Thomas, 2nd from Pamela, motion passes by consensus.

Motion: Approve November Finance Cmt. Minutes.
Motion by Pamela, 2nd from Humnath, motion passes by consensus.

Kirsten – reviewed recent history of C Shares and dividend rates, including large c share withdrawals several years ago and a recent decision to stop selling C Shares until there is a capital campaign.

ACTION: Kirsten will coordinate a time to work with Humnath and Alexandra to discuss Finance Committee related topics.

Motion: Keep the C Share dividend rate at 2.5%.
Motion by Humnath, 2nd from Alexandra, motion passes (6/1/0), Roger abstains.

9. GM Report – reported by Jason

- Thanksgiving was very smooth this year. Predicting holiday sales is very difficult with so much variance, but it went well.
- We anticipate Sean’s return mid-December and we are currently working on how we will transition Sean back to make it as smooth as possible.

11. Member Comment

- Emily – the Arcata store looked great for the holidays. Stocked well in advance with great displays.

12. New Business (items for next agenda):

- Approve Draft Board Budget
- Quarterly Review of Strategic Plan

Consensus reached to adjourn the December 2, 2021, meeting at 7:17pm 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
December 2, 2021**

Present at meeting:

Board Members: Roger (President), Kirsten Lindquist (Treasurer), Pamela Lee (Secretary), Thomas Wehland, Humnath Punta, Laura Jones, Alexandra Profant

Absent Board Members:

Co-op Employees: Sean Nolan

No reportable action taken.