



# Board of Directors Meeting Approved Minutes

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Date: August 8, 2022

Convened: 6:00pm Adjourned: 7:39pm

Directors Present: Manny Leon, Barbara Mendenhall, Glenn Carnahan, Brain Pimentel, Felicia Thomas-Hill, Prasanna Regmi, Arnold Sowell

Director(s) Absent:

Staff Present: Sean Eakins (GM), Tyler Burch (HR Director), Brian Munn (Store Manager), Stacie Larkin (Marketing Manager), Angela Borowski (Finance Controller), Stephanie Workman (Operations Manager)

Members and Guests Present: Members attending via ZOOM

Notetaker: Tyesha Brown Meeting Facilitator: Manny Meeting Chair: Manny

## **PRELIMINARIES**

Introductions took place.

## **Agenda Review**

Approval not needed - Manny

## **Tasks from previous meeting reviewed**

Tasks reviewed

## **Approve Minutes of Prior Meeting**

Motion to approve July meeting minutes with the corrections that Barbara emailed - Barbara  
Second - Prasanna

All in Favor

Minutes approved

## **Announcements**

Empty Bowls with River City Food Bank is September 1st. Today is the deadline to be a current member for the 2022 election. There's a member mixer on the 18th upstairs in the CLC, the annual meeting on the 27th at Soil Born Farms, it starts at 10 am. Ballots will be mailed on the 1st and the election will start on the 7th.

## **Member Comments**

No comments submitted ahead of time

## **GM Report**

Sean gave an update that Pachamama is a little behind but still on track to be complete by the end of the month. We successfully closed escrow on August 5th for Blue Heron Farms and this Thursday

Orlando will be visiting the co-op to sign his offer as our Farm Manager. Our first staff party in 5 years will be on Labor Day at the bowling alley, the store will close early at 5PM

### B1, B3, B10

Motion to accept the B1, B3, and B10 as presented in the packet with the addition of the correction on the B1- Barbara

Second - Prasanna

All in favor

## **Discussion Items**

### Annual Meeting

August 27th at Soil Born Farms we will be having our annual meeting. Members are highly encouraged to attend, at the annual meeting we will be having our meet the candidates forum as well as hear from Gretchen of Blue Heron Farms. This will also be a great opportunity for members to socialize with the board and GM.

### Board Review

Glenn led the discussion by giving a recap on the hiring of Mary Egan to review the board. She will be reaching out to about 15 people including staff, current, and past board members to figure out how the board is doing. The goal is to have this ready to present at the September meeting.

### GM Annual Evaluation

Barbara sent out a list of questions to the board to fill out for the GM review that will be sent back to the Executive Committee, Sean also sent out his self review. The deadline to get responses back is the 15th, the goal is to finalize the review after the next Executive Committee meeting.

## **Action Items**

### Finance Cte Recommendation on Board Stipend

Annually the board stipend gets adjusted based on the SF CPI Change, this year the change is 6.8%

Motion to adjust the board stipend by 6.8% effective October 2022 - Glenn

Second - Barbara

All in favor

Discussion - Felicia asked if it was possible to donate the board stipend to a community member to be able to sponsor a membership, currently the stipend is reported as income so it would need further discussion and review.

### Board Budget

Glenn has a draft budget he wants to review with the finance committee, they weren't able to meet this month but Glenn hopes to have it ready next month.

### ENDS Policy Review

This is an item on the board calendar, the board can discuss if there's anything they would like changed moving forward.

Discussion - Manny thanked the staff for putting together such a good report and commented on how well the graphics were. If the board is going to be discussing items that we want to be changed or updated the board will need more time to review the report and discuss it again in September. It was

mentioned that in 2016 the board had an ENDS task force to review the ENDS policy and suggest changes.

#### Board Consultation Contract

Barbara put together a document that shows what we get with our Columinate contract and what we could get from a local organization. Columinate focuses on working with Co-op boards. Barbara is unsure the exact cost but thinks it'd be around \$8000 if the board chooses to renew the contract.

Motion to renew our annual Columinate contact - Barbara  
Second - Manny

Discussion - The classes aren't utilized by most board members but some board members have found the consulting aspect very helpful. There was a request to see what exactly the board has utilized so far to determine if the contract is worth renewing.  
We will discuss this again in September

#### **Board Self-monitoring**

Policy C5 - Code of Conduct

Barbara thanked Felicia for her honest feedback and encouraged other board members to fill out these surveys because they help everyone understand how the board is doing.

#### **CLOSINGS: Review Tasks & Assignments**

Tasks/Assignments

1. Move board budget to September meeting
2. ENDS review in September
3. Consulting contract in September
4. Course calendar for Columinate and report on what they've provided to the board this past year from Barbara
5. Set up Alex Jang as new board member for next months meeting

#### **ADJOURN MEETING**

Motion: Barbara

Second: Brian

Vote: All in Favor

Closed Session was held following the open Board Meeting to discuss personnel. The process for GM Annual Evaluation was discussed.

Respectfully submitted by,

Tyesha Brown  
Board and Member Administrator