



Board of Directors Meeting

Date: August 12, 2024

Time: 6pm

Time	Item	Topic	Information/ Action	Presenter
6:00pm		General Business Introductions Agenda Review Review Tasks from July Meeting Member Comments (2 minute limit)	Information Information Information Information	Manny Manny Lizz Manny
	1	Consent Calendar July Meeting Minutes	Action	Manny
		General Manager Update GM Update B1 - Financial Condition and Activities	Information Action	Brian M. Brian M.
		Committee Updates Finance Committee	Information	Arnie
		Action Items Board Budget	Action	Arnie
		Education / Training Coop 101: The Basics	Information	Manny / Hether
8:00pm	2	Closings Announcements Review Board Calendar Review Tasks & Assignments Check-in: How the meeting went	Information Information Information Information	All Admin All All
		Closed Session Membership		

July Meeting Min p.2

Board Calendar p.5



Board of Directors Meeting Unapproved Minutes

Date: July 8, 2024

Convened: 6:04pm Adjourned: 7:09pm

Directors Present: Manny Leon, Barbara Mendenhall, Arnold Sowell, Alexandria Jang, Delfina Vargas, Felicia Thomas-Hill, Brian Pimentel

Director(s) Absent: Prasanna Regmi

Staff Present: Brian Munn (General Manager), Tyler Burch (HR Director), Angela Borowski (Finance Controller), Nova Weatherwax (Merchandising Director), Cristina Caylor (Store Manager)

Members and Guests Present: Members attended in person other members attending via ZOOM

Notetaker: Lizz Ortiz Meeting Facilitator: Manny Meeting Chair: Manny

PRELIMINARIES

Introductions took place.

Agenda Review:

Motion to approve the July agenda - Alex

Second - Arnie

7 approved / 1 abstain

Agenda approved

Tasks from previous meeting reviewed

Tasks reviewed

Member Comments:

No member comments online

Board Office Hours -

Delfina explained that there were no members that joined the office hours in June. She spent her time talking with Barbara about ways to promote Board Office Hours. Manny stated that this can be followed up in an email thread.

Annie explained that in July there are Office Hours via Zoom.

Consent Calendar:

Motion to approve the Consent Calendar which includes the June meeting minutes - Arnie

Second - Delfina

Motion approved

GM:

GM Update

Brian Munn explained that Kim will be giving a brief update on the Strategic Plan after he finishes his update. At the last meeting Brian talked about the farm, he updated that the trees will not be planted until early spring because of the heat wave.

This week they started the interview process for the Marketing Manager position. There are four candidates currently but they are still accepting candidates.

Brian reminded the Board that the Annual Meeting is Aug 3rd.

Kim thanked the Board for their time meeting with her over the last couple of weeks. Starting in August there will be Board engagement questions to be discussed during the GM update to be able to continue the process.

B4 - Membership

Motion to accept the B4-Membership report, as presented in the Board packet - Brian P

Second - Barbara

Motion Approved

B5 - Customer Experience

Motion to accept the B5-Customer Experience report, as presented in the Board packet - Barbara

Second - Delfina

Brian M explained that the customer trend is that people are shopping less often but buying more. This is based on the avg basket size.

Motion Approved

B6 - Staff Treatment and Compensation

Motion to accept the B6-Staff Treatment and Compensation report, as presented in the Board packet - Brian P.

Second - Arnie

Question from Arnie: How many staff training hours are with Managers vs non management staff?

Brian M will email a response at a later date.

Motion Approved

Committee Updates:

General Manager Evaluation

Manny stated the first committee meeting will be this coming Friday.

Nominations

Brian P reminded everyone of the two Meet the Candidates events.

The first one is during the Wellness Fair on Aug 21st. The second event is on Sept 5th at 6pm in the conference room.

The Nominations and Elections committee met to clarify each committee's role.

Would like to have the Executive committee appoint the Elections and Nominations Chair's in October rather than November to allow more time for planning.

Action Items:

Nominations Committee Charter

Motion to accept the edit to the Nominations Committee charter as presented in the packet - Barbara

Second - Delfina

Friendly amendment to change "events" to "not less than one event" - Bernadette

Amendment accepted

Motion Approved

CLOSINGS: Review Board Calendar, Tasks & Assignments

Announcements:

If you are interested in participating in a video for our social media pages, let Lizz know.

Manny thanked members for coming to the Board meeting.

Manny addressed member comments that have been addressed that he did not mention earlier. He is emailing one member to get clarification on a member comment.

Arnie announced there will be a Finance Committee meeting before the next Board meeting.

Tasks/Assignments

1. Brian M - Respond to Arnies questions regarding the B6
2. Finance Committee Meeting before next Board meeting

ADJOURN MEETING AT 7:09pm

Motion: Delfina

Second: Brian P

Motion approved

Respectfully submitted by,

Lizz Ortiz

Board Administrator

	Jan. 2024	Feb. 2024	Mar. 2024	April 2024	May 2024	June 2024
Board Education & Development	Registration for CCMA: Open Virtual CBL 101- Jan 20	Finance Training for Directors - Feb 1	Effective Meeting Facilitation - March 13 All About Financial Statement Audits - March 27	Virtual CBL 101 - Apr 20	CCMA May 31- June 1 in Portland, Maine - Registration deadline May 16th Constructive Approaches to Handling Complaints About Your GM - May 8	
Board & Member Engagement Opportunities		Member Engagement Event Feb 8th	Call for Board Candidates Run For the Board Forum March Member Quarterly Article & Board Notes Due March 25	Candidate Nomination forms & Election Info Online	K Y`bYgg: UJf \$) "&&"&\$&('Uh) da	Member Quarterly Article & Board Notes Due June 20
Required Agenda/ Packet / Executive Session items	Patronage Refund Decision Election: Policy, Info Packet & Schedule Update Establish GM Evaluation Committee	Nominations & Education Committee Plan Approvals Preferred Shares Dividends Decision				Request for Proposal template to GM(GM compensation) Nominations Com. To Submit Candidates For Board Approval for Ballot Review Board Office Hours
GM Limitation Monitoring Reports	No Reports	B1 – Financial Condition and Activities	No Reports	No Reports	B1 – Financial Condition and Activities, B3 - Asset Protection & A – Ends	No Reports
Co-op Community Happenings		Member Days February 1-28			Member Days May 1-31	

	July 2024	August 2024	Sept. 2024	Oct. 2024	Nov. 2024	Dec. 2024
Board Education & Development	CBL 101 - July 20th	Co-op Cafe - Aug 24th		Director Orientation	Retreat	
Board & Member Engagement Opportunities		Annual Meeting Aug 3 @12pm Wellness Fair/Meet the Candidates Event Aug 21st @5pm	Meet the Candidate Event Sept 5 @5pm Member Quarterly Article Due & Board Notes Due	Call for Committee Members	Member Engagement Event	Member Quarterly Article Update & Board Notes Due Dec 23rd
Required Agenda/ Packet Items/ Executive Session	Treasurer gives Bay area CPI to Finance Com. Chair	Board Budget (by August 31) Annual GM Evaluation - completed	General Election Call for Board Officer Interest	Seat New Board Directors Elect Board Officers Call for Committee Chair & Member Interest Columinate Contract	Board Committee Chair & Member Appointments	Co-op Member Committee Appointments
GM Limitation Monitoring Reports	B4 – Membership, B5 – Customer Experience & B6 – Staff Treatment and Compensation	B1 – Financial Condition and Activities	B2 –Planning and Financial Budgeting, B7 –Communication to Board, B8 – Board Logistical Support & B9 – Emergency General Manager(GM) Succession	No reports	B1 – Financial Condition and Activities, & B3 –Asset Protection	B – Global Executive Constraint
Co-op Community Happenings		Member Days August 1-31	Farm to Fork Festival Sept 5-21		Member Days November 1-30	

Calendar Items with date to be determined: CA Center for Co-op Development Conference

Register for Columinate Training: <https://columinate.coop/events/>