



Board of Directors Meeting

Date: September 9, 2024

Time: 6pm

Time	Item	Topic	Information/ Action	Presenter
6:00pm		General Business Introductions Agenda Review Review Tasks from August Meeting Member Comments (2 minute limit)	Information Information Information Information	Manny Manny Lizz Manny
	1	Consent Calendar August Meeting Minutes	Action	Manny
		General Manager Update GM Update B2 - Planning and Financial Budgeting B7 - Communication to the Board B8 - Board Logistical Support B9 - Emergency General Manager (GM) Succession	Information Action Action Action Action	Brian M. Brian M. Brian M. Brian M. Brian M.
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 Personnel and Member Expulsion		BOD

August Meeting Min p.5

Board Calendar p.5



Board of Directors Meeting Unapproved Minutes

Date: August 12, 2024

Convened: 6:03pm Adjourned to closed session: 7:39pm

Directors Present: Manny Leon, Barbara Mendenhall, Arnold Sowell, Alexandria Jang, Delfina Vargas, Brian Pimentel, Prasanna Regmi, Bernadette Brogden

Director(s) Absent: Felicia Thomas-Hill

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: Alex / Manny Meeting Chair: Manny

PRELIMINARIES

Introductions took place.

Agenda Review:

Motion to approve the August agenda - Barbara

Second - Prasanna

Agenda approved

Tasks from previous meeting reviewed

Tasks reviewed

Member Comments:

Board Office Hours July -

One member joined the first zoom session and spoke about Co-ops.

In person office hours - four members came and spoke.

These comments related to operational matters.

Board Office Hours Aug -

No members showed for the Zoom session.

The next session is in person on Aug 30th at 1pm.

Consent Calendar:

Motion to approve the Consent Calendar which includes July meeting minutes - Barbara

Second - Brian P.

1 abstain / 6 approved

Motion approved

GM:

GM Update

Annual meeting had a great turn out, filling the room with members. Had a lot of good conversations. Thank you to Prasanna and everyone for helping put on the event. He highlighted Alchemist CDC for his speech.

Hire for Marketing manager has been made. Tracy Sellers will be joining us closer to the end of the month. Thank you to Jolie for sitting in on the interim Marketing Manager for this time.

Kim Tucker spoke on behalf of the strategic plan: We completed 3 of 12 focus groups today. The three groups were all very diverse. Thanked Cristina for putting together the staff. The three questions asked were regarding the co-op strengths, growth opportunities, and employment. Kim will be conducting one on ones with the SLT, which should be done by the end of the month. There will be follow up questions for some Board Directors in the future. As well as building a plan to be able to get feedback from the membership.

B1 - Financial Condition and Activities

Motion to accept the B1 - Financial Condition and Activities report, as presented in the Board packet - Barbara
Second - Prasanna

Brian Munn spoke about the vision for growth for next year. Next year there won't be an extra week in the calendar therefore it may look a bit different.

Motion Approved

Committee Updates:

Finance

The Finance committee met last Thursday. Arnie thanked the committee for their time. Arnie stated the committee discussed a lot of different matters and was very productive.

Action Items:

CPI and Board Budget

Motion to adopt the CPI increase of 3.2% as correspondence to the San Francisco Correspondence Price Index and the Board Budget as presented in the Board Packet - Brian P
Second - Barbara

Motion Approved

Education / Training:

Coop 101 : The Basics

Hether presented a training - Coop 101: The Basics
Board Directors were able to participate and learn about the co-op dynamic.

CLOSINGS: Review Board Calendar, Tasks & Assignments

Announcements:

Barbara volunteered to be an Interim New Helvetia Co-op Board Director.

Brian P. went over the Election Timeline.

Delfina will not be in town and will be absent at next month's Board meeting.

Tasks/Assignments

1. Finance Calendar - Finance Committee

ADJOURN MEETING to Closed Session AT 7:39pm

Motion: Brian P.

Second: Arnie

Motion approved

Respectfully submitted by,
Lizz Ortiz
Board Administrator

Closed Session Minutes - 8/12/24

Attendees: Arnie Sowell, Barbara Mendenhall, Delfina Vargas, Bernadette Brogden, Manny Leon, Alexandria Jang, Prasanna Regmi, Brian Pimentel, Brian Munn, Hether Frayer

Called to order by Manny Leon at 7:46pm

The board discussed membership concerns and ways the Board could improve committee standard operating procedures. Requests to update committee charters may be presented by committee chairs at the future Board meetings.

No actions or motions were made during this meeting.

Motion to adjourn meeting by Barbara Mendenhall, seconded by Alexandria Jang

Meeting Adjourned at 8:51pm

	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 Sept 24th Office Hours Sept 25 & 27	Call for Committee Members		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)	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/>