



North Coast Co-op
Board of Directors Meeting Minutes
April 7 2016 - Co-op Community Kitchen – Arcata

Present at start of meeting:

Board: Mary Ella Anderson, Jeremy Cotton, Dave Feral, Colin Fiske, Peggy Leviton, Leah Stamper and Cheri Strong

Staff: Melanie Bettenhausen, Ed Smith, Alisha Stafford, Duncan Thomas, and Bella Waters

Member-owners: Roger, Brenda Harper, and Bill Schaser

Meeting was called to order at 6:00pm by Director Dave Feral at the Co-op Community Kitchen. Ground Rules reviewed, participants introduced themselves and answered the question “What’s one way you’ve changed your shopping behavior since shopping at the Co-op?”.

Agenda Review: Agenda approved and the action item “motion February board minutes” were changed to March minutes.

Member Comment Period:

- Bill Schaser. Would like the Board to support repealing the ban of raw milk sales in Humboldt County. Board requested further information before taking action.
- Alisha Stafford. Thanked Board for opening up the retreat to members. Would like to see strengths test results for Leah Stamper and written responses to board correspondences. Director Dave responded that he doesn’t always have the time to write responses and a phone conversation was as effective.

Approval of the Minutes:

MOTION: Move to accept the March 3 2016 Board meeting minutes. Strong/Stamper	Leviton and Anderson abstained	MOTION PASSES	5/0/2
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Board President Report: Director Dave reflected on the retreat and next steps for how to incorporate big ideas in the board’s work. Discussed need for a committee focused on environment, restructuring of current committees and chairs, background of dissolved Sustainability Committee, potential names for new committee.

MOTION: Jeremy Cotton moved to transfer duties of Treasurer to Peggy Leviton. Cotton/Anderson		MOTION PASSES	7/0/0
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MOTION: Move to place Mary Ella Anderson as second director on Policies and Procedures Committee Cotton/Fiske		MOTION PASSES	7/0/0
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MOTION: Move to create a standing Environmental Action Committee. Fiske/Leviton		MOTION PASSES	7/0/0
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Director Dave and Director Peggy will determine a meeting day and time with the first meeting focused on confirming the name and drafting a charter. The 2015 Annual Membership Meeting open space discussion notes will be the “hot list” for the committee. Staff will work on finding a note taker so Board Assistant can participate in discussions. Director Colin also interested in hosting an informal, quarterly Big Ideas Gathering (BIG) meeting that includes option for recording recommendations and forwarding them to the board or committee. No staff involvement needed for first meeting. Details will be determined at a later date and shared with staff for use as an invite to members in the Co-op News.

Committee Reports:

Member Action Committee: Roger highlighted key points from the March MAC meeting: senior discount, how members can participate in their co-op, and timeline of raw milk issue. Majority of Board in support of repealing the raw milk ban but would prefer to have more information, see what information will be presented to Board of

Supervisors and feedback from members. Member survey question for May will be opinion of raw milk and results will be available for board to discuss at July meeting. Director Colin also noted that the MAC would like there to be some follow-through of the 2015 Annual Membership Meeting discussions and have a presentation at this year's meeting. Board determined those notes would be hot list for the newly forming environmental focused committee.

Policies and Procedures Committee: Committee Chair Colin noted there was one recommendation from the March Policies and Procedures meeting. Proposed changes to bylaw section 1.02, 2.02 and 9.03e and new section 2.08. June meeting's Board Education section will be reserved for revised bylaw Q&A time and proposed changes will be included in Co-op News.

MOTION: Move to put the package of bylaw changes on this year's ballot.			
Fiske/Anderson	Cotton abstained	MOTION PASSES	6/0/1

Nominating Committee: Committee Chair Leah reviewed the March meeting and main discussion points. Board had few corrections for the election brochures: mirror bylaws for limit of how many unexcused consecutive meetings can be missed, include candidate qualifications.

MOTION: Move to approve the employee and general candidate application packets with addition of candidate qualifications and committee requirements.			
Fiske/Cotton		MOTION PASSES	7/0/0

Interim General Manager Report: Melanie Bettenhausen reviewed Ron Sharp's April report. Discussion included:

- Board appreciates new strategic plan goals format of report.
- With loss of Arcata kitchen space lease and Eureka kitchen space during remodel Board agreed to hold their meetings at the Ten Pin.
- Co-op would like to partner or be first client for local digester. Co-op purchasing new trash/recycling/organic waste bins to start conditioning and education shoppers.

MOTION: Move to accept the April Interim General Manager's report.			
Stamper/Leviton		MOTION PASSES	7/0/0

Membership Purge Update: Director Colin provided an updated and with the information that has been recently gathered would like to rescind Board's March 3 2016 action. Need to hold an annual review of who has not communicated with the Co-op and keep track so we know when shares have officially been abandoned for three years. PPC will discuss more. Melanie noted that Accounting has a policy for handling unclaimed property and auditors have been asked to provide staff with a workshop and documents for process.

MOTION: Move to rescind motion from March 3 2016 meeting regarding membership purge.			
Fiske/Cotton		MOTION PASSES	7/0/0

Member Comment Period: Topic discussed was:

- Members would like to see written responses to board correspondence
- Appreciation of change in dialogue
- Eureka moral is up and seeing more happy employees

Consensus reached to adjourn the April meeting at 8:26pm and move into Executive Session.

Minutes by Bella Waters

North Coast Co-op
Board of Directors
Executive Session Minutes
April 7 2016 - Co-op Community Kitchen – Arcata

Present at the meeting:

Board: Mary Ella Anderson, Jeremy Cotton, Dave Feral, Colin Fiske, Peggy Leviton, Leah Stamper and Cheri Strong

Approved guests: Kelly Boehms and Bella Waters

Meeting opened from Executive Session to Regular Session at 9:40pm.

It was reported that there was no action taken during Executive Session.

Action reported to Board Assistant by Board Secretary.