



North Coast Co-op
Board of Directors Meeting Minutes
May 5 2016 - Co-op Community Kitchen – Eureka

Present at meeting:

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

Staff: Melanie Bettenhausen, Jason Davenport, Lauren Fawcett, Kristina Harris, Mark Hubbard, Ron Sharp, Alisha Stafford, Kevin Waters and Bella Waters

Member-owners: Roger, Don Christensen, Brenda Harper, Maureen Hart, Lynn Kerman, Kate Lancaster, Amanda Lightfoot-Wright, Walter Paniak, Diane Ryerson, and Jessica Unmack

Meeting was called to order at 6:02pm by Director Dave Feral at the Co-op Community Kitchen. Participants introduced themselves and answered the question “How do you see diversity in this county, in the Co-op, how it relates and what you observe?”.

Agenda Review: Item 7e ‘Driscoll boycott update’ will be covered under MAC report. Ground rules reviewed.

Member Comment Period:

- Roger. Concerned about employees who are no longer at the store, especially the board employee director.

Board Education: City of Arcata Zero Waste Action Plan. Maureen Hart presented the City of Arcata’s Zero Waste Action Plan (ZWAP) and opportunities for feedback. Noted that the Co-op has done a lot already, but there’s so much more to be done, with packaging being a huge issue. Maureen will send information on what other ZeroWaste participating communities are doing to Melanie Bettenhausen for sharing with the Board.

Approval of the Minutes:

MOTION: Move to accept the April 7 2016 Board meeting minutes and April 22, 2016 email vote. Fiske/Anderson	MOTION PASSES	6/0/0
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Board President Report: Director Dave responded to Roger’s concern and noted there is an operational practice where terminated employees are asked not to come back on property for 90 days. Ron Sharp will look into a written version of the practice. Since the practice is not a board practice the Policies and Procedures Committee will not investigate it, but could ask for more information. Director Dave noted there is a community group discussing strategies for bridging the gap between HSU students and the larger community. He also noted that the board is continuing the search for a General Manager and will be discussing five candidates during Executive Session.

Committee Reports:

Member Action Committee: Roger reported out and discussion was focused on Driscoll boycott, what the Co-op has previously done when requested to boycott and current progress with Driscoll negotiations. The Board did not receive the letter with specific ask and supplier information. Member Diane summarized the letter and the Board tabled decision until next meeting. In the meantime, education of members is important, regardless of decision to boycott or not.

MOTION: Direct staff to begin educational program about ongoing Driscoll boycott while board further considers participating in boycott. Feral/Fiske	MOTION PASSES	6/0/0
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MOTION: That the Board hold a regular business board meeting in October on the first Thursday of the month. Fiske/Stamper	MOTION PASSES	6/0/0
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MOTION: Recommend to the General Manager allow senior member-owners to stack their discounts. Fiske/Stamper	MOTION PASSES	6/0/0
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Jason Davenport noted that he doesn’t anticipate any technical issues, but needs to do further research to make sure it’s not opening a can of worms with stacking. Ron noted the change will not be have a significant fiscal impact.

Nominating Committee: Committee Chair Leah reviewed the April meeting. Committee is creating a tabling policy that will be part of a Campaigning brochure, which will be available for board to review at June meeting. Co-op will provide tables and chairs for campaigners. Committee recommending two changes to Board Policy Manual.

MOTION: Move to approve the decrease of the campaigning restriction of 25 feet to 15 feet from the ballot box and no campaigning within five feet of any entrances to the stores in the Board Policy Manual.

Stamper/Anderson **MOTION PASSES** 6/0/0

Earth Action Committee: Director Peggy reviewed the draft charter. Next Earth Action Committee meeting is May 17th 6-7:30pm at Co-op Community Kitchen in Arcata. Members will be notified in May Co-op news, on website and this meeting's recap can include a notice about the new committee.

MOTION: Move to approve the Earth Action Committee Charter

Fiske/Stamper **MOTION PASSES** 6/0/0

Policies and Procedures Committee: Committee Chair Colin reviewed the April meeting and rationale for suggested changes to bylaw section 5.05 which refers to Board Terms of Office.

MOTION: Move to place the revised language of bylaw section 5.05 on this year's ballot.

Fiske/Strong **MOTION PASSES** 6/0/0

Interim General Manager Report: Ron Sharp reviewed his May report. Discussion included:

- Ended FY16 with record year thus far. Results will be shared at Finance Committee meeting.
- Melanie is researching Danco funding terms in regard to the kitchen. Co-op has received a verbal notice that Danco will not be renewing the Co-op's lease as of the end of July 2016.
- Eureka remodel plans pushed back to January 2017 for various reasons.
- CAP proposal discussed and determined that directors Peggy, Colin and Mary Ella will meet with a select group of Management Team members to explore the questions/answers and come back to the Board with a feasibility analysis. Board sees value and a need for a similar type program in the community. Bella will arrange the meeting.

MOTION: Move to accept the May Interim General Manager's report and recommend the formation of a subcommittee to delve into the CAP program.

Leviton/Fiske **MOTION PASSES** 6/0/0

Member Comment Period: Topic discussed was:

- Vacant employee director seat – election will continue as planned, no plans for appointment at this time.
- Proposed bylaw 1.09, which could be perceived as discrimination towards women, who tend to be the second person on co-op memberships.
- Importance of recognizing departing board members when new board members are seated.
- Subcommittee need to evaluate the cost/benefits of CAP program, and not just financial, but socially.
- Loss of co-op classes is concerning as they help differentiate the co-op from competitors.
- See an increase in diversity at the board meetings.
- In General Manager search, if someone has continuity with the Co-op, would be nice to see that embraced.
- Brenda Harper recognized for her work in sustainability efforts, which helped allow the Co-op receive the NCG Sustainability Award.
- Recognized how well board is functioning and majority of discussions happening at Committee so Board can approve decisions that have been already discussed.
- Previous Sustainability Committee members would have appreciated receiving an invitation to participate in the newly formed Earth Action Committee. Melanie will send invitation out.

Consensus reached to adjourn the May meeting at 7:58pm and move into Executive Session.

Minutes by Bella Waters

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Board of Directors
Executive Session Minutes
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Board: Mary Ella Anderson, Dave Feral, Colin Fiske, Peggy Leviton, Leah Stamper and Cheri Strong

Approved guests: Ron Sharp, Lisa Landry, Neal Latt, and Kelly Boehms

Meeting opened from Executive Session to Regular Session at approximately 9:30.

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

Action reported to Board Assistant by Board Secretary.