



North Coast Co-op
Board of Directors Meeting Minutes
May 7, 2015 - Co-op Community Kitchen – Arcata

Present at start of meeting:

Board: Jeremy Cotton, Kate Lancaster, Fred Moore, Cheri Strong, Steve Suttell and Jessica Unmack

Staff: Melanie Bettenhausen, Kelli Costa, Kelli Reese and Bella Waters

Members: Mary Ella Anderson, Colin Fiske, Maureen Kane, Roger and John Woolley

Guests: Alisha Cox and David Sleeth-Keppler

Meeting was called to order at 6:03pm by John Woolley at the Co-op Community Kitchen and introductions were done. Fred Moore noted that the Co-op lost a valuable employee and consensus was reached to open and close the meeting in Ralph Smith’s memory. Ground Rules were reviewed.

Member Comment Period:

- Mary Ella Anderson. Would like a system for homebound seniors to receive their discount when unable to shop in person.
- Colin Fiske. Some concerns with proposed Code of Ethics. Feels the confidentiality section is too vague and that other sections should be in governing documents. Fred suggested that the document be reviewed by PPC. All in agreement that the Code of Ethics will be reviewed by the PPC.

Agenda Review:

- Kelli Reese requested the topic of ‘competition’ be added to Executive Session
- Kate Lancaster requested a discussion on recognizing Ralph Smith long term. All in agreement that Jeremy Cotton will present the idea to employees for discussion and suggested ideas and report to the Board. Kate can assist and both stores will be included in discussion. John Woolley inquired if a policy will be drafted in the event of future situations. Discussion tabled until a later time.
- Fred Moore will report out for the PPC in lieu of Dave Feral, due to his absence.

Board Education: David Sleeth-Keppler introduced himself and reviewed the findings from the 2015 Shopper Survey. Sample characteristics of the survey were: 815 respondents (45% paper surveys), 88% identified as members, 71% female, median age 55-64. Melanie Bettenhausen will send demographic information to Steve Suttell. Steve would like to add in variables to give action items (discounts effective? would discounts for other demographic groups be effective?). Roger would like workers to receive the presentation and Cheri would like an analysis included in newsletter. Melanie responded that it will be in July.

Approval of the Minutes:

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| MOTION: Move to approve the April 2, 2015 Board meeting minutes. Lancaster/Unmack | MOTION PASSES | 6/0/0 |
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Board President Report: Jessica Unmack noted that the board education themes have switched for June/July due to speaker availability. Thanked Cheri Strong for writing April board summary. Jeremy Cotton volunteered to write June board meeting summary.

Committee Reports:

Nominating Committee: Cheri Strong noted an error in Admin Code section 1. part G. General Election Candidate Campaigning, there is no electioneering within 100 feet of the ballot box, which is a long distance and would like it amended to 25 feet

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| MOTION: To amend the Admin Code from 100 feet to be within 25 feet of the ballot box. Strong/Moore | MOTION PASSES | 6/0/0 |
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Other changes to Election materials included:

- 1) Application – change to read “... write a candidate statement (250-500 words) which may address any of ...”
- 2) Requirements and Expectations, Director Requirements, fifth bullet change to “Provide proof of local residency”

Code of Ethics will be reviewed by PPC for next election cycle.

MOTION: To accept the election material as nominating material package for 2015 election with changes.

Strong/Unmack

MOTION PASSES

6/0/0

[Break from 7:12pm-7:22pm]

Member Action Committee: Cheri presented the report for the MAC April meeting. Meeting time and day was determined to be the best to accommodate largest amount of co-op membership.

MOTION: That the Annual Membership Meeting be held on Saturday, October 17 from 3:30-6:30pm

Strong/Unmack

MOTION PASSES

6/0/0

Policies and Procedures Committee: Fred reviewed the PPC’s second meeting, which he reported as productive and fun. Discussed progress on the charter. Discussion included:

- Discussion about Composition section and clarification needed on who can vote other than at large members.
- Board may appoint members, but a member who attends three out of the last five meetings can have voting status without needing to be appointed.
- Discussion should occur around staff liaison and their voting privileges.
- Reporting to Board – change to read “Committee Chair may place items from PPC on any Board agenda..”
- Cheri suggests returning Charter back to PPC for further work.

MOTION: That the Policies and Procedures Committee Charter be tabled until consideration at June meeting.

Moore/Cotton

MOTION PASSES

6/0/0

GM Task Force: Kate reviewed process, which has a month cut off due to the board meeting date change. All present directors are available August 1st for Special Executive Session to review General Manager Evaluation. Kate will send out extensive questionnaire to directors.

General Manager Report: Kelli reviewed her May report. Discussion included the employee compensation notice, which no feedback has been received for. At this time the POS system is unable to break out senior vs. member discounts or to break down local purchases any further than we already do. Both are being worked on by IT.

MOTION: Move to approve the May General Manager’s report.

Moore/Lancaster

MOTION PASSES

6/0/0

Member Comment Period: Topics discussed were:

- Colin Fiske. Interesting results from shopper survey and would like to see what members said vs. non-members. Also it’s easy to read too much into little things and not all the things may be meaningful.
- Mary Ella Anderson. Would like education on the difference and significance of the Co-op’s shares.

Consensus reached to adjourn the May meeting at 7:53pm to Executive Session. Fred asked that the Board remember Ralph Smith as they adjourned.

Minutes by Bella Waters



North Coast Co-op
Board of Directors
Executive Session Minutes
May 6, 2015 - Co-op Community Kitchen – Arcata

Present at the meeting:

Board: Jeremy Cotton, Kate Lancaster, Fred Moore, Cheri Strong, Steve Suttell and Jessica Unmack

Staff: Kelli Reese, and Bella Waters

Facilitator: John Woolley

Meeting opened to Executive Session at 7:55pm

[Kelli Reese and Bella Waters departed 8:14pm and returned at 8:24pm]

Meeting closed from Executive Session and reopened to Open Session at 8:25pm.

It was reported that two action items were taken during Executive Session:

- 1) By consensus the Board has agreed to continue use of a facilitator and will work towards that involvement for the future. Some conditions will be similar to previous contract.
- 2) By consensus the Board agreed to postpone action until the June meeting due to Director Feral's absence. John Woolley will facilitate June meeting.

Meeting adjourned at 8:26pm

Minutes by Bella Waters