

**MINUTES**  
**QUINCY NATURAL FOODS CO-OP BOARD OF DIRECTORS**  
**REGULAR MEETING**  
February 16, 2021

**Time:** 5:00 pm Meeting called to order by Rachel, President

**Location:** Zoom Meeting

**Board members present:** Rachel Bauer, Amy Napoleon, Gia Martynn, Aubrey Pickerell, Wayne Cartwright, Piers Strailey, Vanessa Vasquez.

**Board members absent:**

**Minutes taken by:** Amber Hughes

**Also present:** Lucinda Berdon IGM, Marcie Wilde, GM, Amber Hughes, Marketing & Member Services, Michelle Fulton, Front End Manager, Irene Kling, Finance Manager.

**Welcome guests:** Lori Bergum, Kelly Williamson, Dana Krinsky, Nance Reed, Alan Morrison, Kevin Danaher, Scott Stirling, Richard McCombs.

**Open Forum/Announcements:** Guests introduced themselves. Rachel announced the hire of Marcie Wilde.

**Approval of February 16<sup>th</sup>, 2021 Agenda:**

Rachel motioned to approve; Wayne seconded. Agenda approved. Agenda was edited.

**Approval of January 19<sup>th</sup>, 2021 Minutes:**

Rachel motioned to approve; Vanessa seconded. Minutes were approved without changes.

**Board Education:**

Michelle Fulton, Front End Manager, presented and discussed the topic of Front End Management responsibilities.

**Upcoming board education:** Board training in February.

March – Wayne How the coop movement started

April – to be determined

May – Member of management team

**June** – To be determined

**Manager’s Report:**

The general manager’s report for Dec-Jan 2020/21 was discussed and the board accepted the report. Discussion included: Sales being down 1% in QNF and up 12.5% FRFC. Bank accounts are holding steady; highlighting January 2020 activity. Webcart is launching March 1st. Management team has been collaborating on the organization structure to accommodate the acquisition of the bakery. The decision was made to outsource janitorial and Payroll.

**Old Business:**

- **Election update:**  
Elections begin on March 1<sup>st</sup>; four candidates will be running. Candidate information should be on the website by the end of the week.
- **Policy governance update:**  
No updates

**New Business:**

- **2021 annual Operating Budget:**  
Rachel motioned to approved; the board unanimously approved 2021 annual operating budget. 2021 budget was discussed; the budget is based on a 1% growth in sales based on 2019 numbers due to the unusual situation of 2020. Labor will increase due to minimum wage increase and taking on the bakery. The second PPP loan is not yet reflected in the budget.
- **Preliminary Capital Expenditures Budget:**  
Rachel motioned to approve; the board unanimously approved the capital expenditures budget. Lucinda discussed net income roll over, acquisitions, and projects.
- **Website redesign:**  
A bid came in from Hambell web design and work will begin in March.
- **Endorsing Community Issues/Causes:**  
Rachel and Gia discussed developing guidelines for endorsements. Gia reached out to Briar Patch for advice. Policy committee will follow up.
- **Portola Land Acquisition:**

A member would like to donate 2 plots of land. Lucinda's assessment is that acquisition of the the land is not feasible, and could potentially result in increased liability for the co-op.

- **Membership Monthly Message:** Expectations were discussed. Gia volunteered to write up monthly message guidelines.

#### **2021 lineup**

1. Vanessa – February
  2. Rachel – March
  3. Gia – April
  4. Aubrey – May
- **Upcoming staff meeting:**  
All staff 2/17 and Rachel will attend.

#### **Committee Reports:**

- **Board Development:**  
Met Feb 12 with election info reviewed; Next meeting TBD.
- **Membership:**  
Met Feb 10<sup>th</sup>; committee revised charter and the calendar. June 5<sup>th</sup> Zoom Annual meeting tentative date. Next meeting TBD.
- **Finance:**  
Met Jan 28<sup>th</sup>; committee reviewed the budget, reviewed 4<sup>rd</sup> quarterly bank statements. Next meeting TBD.
- **Policy:**  
Did not meet. Next meeting TBD.
- **Executive:**  
Met Feb 11<sup>th</sup>; went over GM contract with Marcie Wilde. Next meeting TBD.
- **AD HOC**  
Met Feb 25<sup>th</sup>; the committee is now disbanded.

#### **Closing:**

#### **Review Decisions, Tasks, Assignments:**

- Vanessa will write the Feb Message; Rachel will write for March.

- Rachel will attend staff meeting
- Policy committee will develop guidelines for community endorsements.
- Lucinda will update operating budget with correct insurance numbers.

**Review Board Calendar:** The board calendar was reviewed.

**Next BOD Meeting:** March 16th, 2021 in Quincy or online

**Summary for Employee Memo:** Rachel will email Lucinda.

**Adjourn Meeting:**

Rachel motioned to adjourn the meeting; Piers seconded. The meeting was adjourned at 6:48 pm.

**Closed Session:**

No closed session was held.

Note: The Member Services Coordinator makes approved changes to the prior meeting's minutes and forwards the final version to the board secretary and the board president. The secretary posts the final minutes in the board Dropbox, and the Member Services Coordinator posts in the store and on the QNFC web site.