

**BOARD MEETING MINUTES**  
**FEATHER RIVER FOODS CO-OP BOARD OF DIRECTORS**  
**REGULAR MEETING: September 19, 2022**

**Time:** 5:12 pm – meeting called to order by Gia

**Location:** Combination in-person at white house in Quincy and on Zoom

**Board members present:** Wayne Cartwright (Zoom), Dana Krinsky, Melissa Lopez, Gia Martynn, Scott Stirling, Leslie Wehrman, Aubrey Pickerell

**Board members absent:** none

**Minutes taken by:** Kendrah Fredricksen

**Staff present:** Irene Kling, Marcie Wilde (Zoom)

**Welcome guests:** Nance Reed (Zoom)

- Open Forum/Announcements: N/A

**Agenda for September 19, 2022, Review & Approve:**

- *Dana moved to approve. Wayne seconded. Agenda approved.*

**Minutes of July 18, 2022, Review & Approve:**

- *Melissa moved to approve. Scott seconded. Minutes approved.*

**Board Education:**

- **Board Education:** Melissa Lopez
  - **Power Point – Importance of Community Involvement in Businesses**
  - Ways to get involved
    - In-kind and financial donations
    - Employee volunteer days
    - Creating nonprofit partnerships
    - More!
  - Benefits of Community Involvement
    - Increase brand awareness – participation in community events, sponsor/donate, have presence in community (e.g. booths, etc.)
    - Cultivate trust – dedicate resources to community – organization that cares, trust organizations which help community, meet employees at volunteer events
    - Foster positive culture – culture reflects values, behavior, traditions and attitudes; positive culture helps retain employees, easier to recruit and train employees
  - How will you become involved?
    - Board doing more community events
    - Advertise to members, volunteer on workdays (employees could earn work credits)
    - Community Appreciation Day (CAD) coincides with Safe Trick or Treat
    - Banner over bridge in Portola for events – perhaps one for October Co-op Month
    - Fair Parade
- **Board Education Schedule:**  
October – Leslie    November – Scott

**Reports:**

**Manager's Reports:** See separate documents.

- **Monthly Report (July & August) –**  
**July sales 18.9% increase over prior year, -5% decrease from previous month**

Quincy up 30% over prior year, Portola -1.9% decrease from previous year

Donations to: PCS \$633.14 and FRLT \$167.30

July 4<sup>th</sup> & Musical Festival helped increase sales (18.9%) – timing helped with June profits also Pergola project finally approved

Portola now has Adopt-a-Highway program (2 miles) – route is River Walk to Connie's Place

**August** sales 22.8% increase over prior year, -1.7% decrease over previous month

Quincy 26.4% increase over prior year

Portola 15% increase over prior year

Donations to: Co-op preschool \$564 and Sierra Cascades \$223

Dixie fire last year impacted both stores, lingering smoke in October was also a factor.

Working on Produce procedures in Portola.

Expanded kitchen space in Portola.

NCG Convergence Conference – Sharrill, Sam, and Monica attended.

- **Policy B1: Financial Condition 2<sup>nd</sup> quarter (April, May, June)**

- Non-compliance areas include:

- Global – Margin Minus Labor = 12.6% (down) – inflation is a factor, need to increase sales in certain areas, need to make pricing adjustments (particularly in deli); will review reports showing slow movers, will start NCG buy 1 get 1 free, produce needs to be highlighted, signage in Portola needs upgrading, streamline deli to provide basics.

- Sales Per Labor Hour = 75.4, need to streamline schedule, taking an hour or two off of certain shifts, keeping only 2 buyers in Portola, Admin. team absorbed HR role.

- Inventory Turn Over = 10 (up from 9), we tend to have too much backstock on hand, Portola still has very new staff, supply chain issues are causing panic purchasing.

- B1.2 – EBITDA – percentage of sales -6.2%, expenses are too high (labor, repairs, training, etc.) – need new equipment.

- Sub-policy B1.2 – Net Income -6.4% of sales, slight decrease in turnover.

- Sub-policy B1.5 – ownership is still growing, paid-in equity includes retained earnings, which was the problem.

Finance committee has discussed these issues, and they feel Marcie is doing all she can to remedy these out-of-compliance areas.

*Dana moved to approve GM reports. Melissa seconded. Motion carried.*

### **Old Business:**

- **Staff Appreciation:** This will not happen on individual basis. Employee holiday party has happened in the past and is planned for December. Need to look at governance budget. Board has decided to contribute to holiday party. Leslie volunteered to shuttle people to and from Portola.
- **Membership Message:** This has not gone out lately. Gia and Aubrey are supposed to work on this (re: coop conference, recognizing members at annual meeting). Leslie has something written which Gia will review.

### **New Business:**

- **CAD:** Scheduled for Oct. 31<sup>st</sup>, sign-up for board is on Google Link.
- **Member Surveys:** Aubrey will review comment book at stores for possible topics.
- **Breakfast with the Board:** This has been done on a Saturday in November in the past at East Chamber building in Graeagle; recommended 11/12/22, check with East Plumas Chamber of

Commerce for availability, Aubrey will send out Doodle Poll to see when board members are available.

- **Employee Workplace Surveys:** See questions from last year. Wayne suggested that less questions could be asked. He is willing to review this with Marcie. Marcie would like to finalize this by next Wednesday, Sept. 21<sup>st</sup>.
- **Review Bylaws:** Website does not have the most recent copy of bylaws. Most current copy is on Google Drive. Update is needed to section 2.4 regarding semi-annual option for membership. Add formatting line between 2.1 and 2.2.

### **Committee Reports:**

- **Board Development:** Nothing to report. Will meet soon.
- **Membership:** Met on Aug. 1<sup>st</sup> to discuss annual meeting and schedule of upcoming events. Discussed CAD: table and raffle, breakfast with the board. Hope to meet next Tues. Sept. 27<sup>th</sup>.
- **Finance:** Met August 22<sup>nd</sup> and reviewed reports, including compliance. Discussed Pergola – postponed until next spring, will review finances at that time. Wayne will schedule another meeting soon.
- **Policy:** Nothing to report.
- **Executive:** Gia will set up meeting soon. She would like to discuss rotating Board meeting facilitation and Board members writing their own reports. Also need to review dates of agenda items so they are most appropriate for what is actually happening.

### **Closings:**

- **Board Member Check In:**
- **Review Decisions, Tasks, Assignments:**
  - Board Ed: October – Leslie
  - Membership message – one from Leslie, Gia will also work on one.
  - CAD – sign-ups in process
  - Workplace survey – Wayne and Marcie; to come out yet this month
  - Bylaws – Gia will update
  - Banner for Portola – Leslie will check with Portola, Wild Hare Signs
  - Staff Appreciation – Marcie will check on budget
  - Breakfast with the Board – in process
- **Review Board Calendar:** B6 Report, CAD, Breakfast with Board planning
- **Next BOD Meeting:** October 17, 2022 at white house in Quincy and via Zoom
- **Summary for Employee Memo:** N/A

### **Adjourn Meeting:**

- *Leslie motioned to adjourn the meeting. Scott seconded. Motion approved. The meeting was adjourned at 7:26 pm.*

### **Closed Session:**

Possible other locations for Portola store.

*Note: The Board Support 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 Drive, and the Board Support person posts in the store and on the FRFC web site.*