

BOARD MEETING MINUTES
FEATHER RIVER FOODS CO-OP BOARD OF DIRECTORS
REGULAR MEETING: February 26, 2024
DRAFT

Time: 5:03 pm – meeting called to order by Scott

Location: White house and Google Meet

Board members present: Wayne Cartwright, Melissa Lopez, Ian Schrammel, Scott Stirling, Leslie Wehrman, Dana Krinsky, Clare Churchill

Board members absent: None

Minutes taken by: Ross MacNeil

Staff present: Marcie Wilde, Ross MacNeil

Welcome guests: Nance Reed

Agenda for February 26, 2024, Review & Approve:

- *Leslie moved to approve. Ian seconded. Agenda approved.*

Minutes of January 22, 2023, Review & Approve:

- *Wayne moved to approve. Ian seconded. Minutes approved with changes.*

Board Education:

- **Board Education – Ian**
 - Ian read and addressed this Columinate Article:
<https://columinate.coop/board-decisions-between-meetings/>
 - How this article relates to us: Our current bylaws state, “Any action required or permitted to be taken at a meeting of the board may be taken without a meeting only if a written consent to the action is signed by all directors and filed with the minutes of meetings.” The board does not always follow this specific process.
 - Wayne stated that email is a form of “written consent”.
 - Ian says we should amend our bylaws to address this.
 - Whenever it is possible, meeting face-to-face is best.
 - Ian recommended running a spotlight story on current board members in our Scoop newsletter a few months before elections.

Reports:

Manager’s Reports

- **GM FYI Reports - January 2024**
 - Jan sales increase of 4%
 - Still seeing a decline in Quincy sales
 - Basket size in Quincy is smaller than Portola, but Wayne mentioned that that could be due to higher-frequency grab-and-go sales.
 - Losing some Quincy shoppers to our Portola store
 - Wayne mentioned that one Quincy-based shopper drives to Portola because our Quincy store doesn’t carry some items they want.
 - Marcie says we are trying to bridge the Quincy-Portola gap by

offering more products.

- Portola Jan sales seeing double-digit growth. New shelf installations will help.
 - Round Up - \$1,043.60 donated to Plumas Ski Club.
 - In January, lost \$5,700 in merchandise due to freezer failure in Quincy. Insurance thankfully covered much of these costs, including fixing the freezer.
 - NCG launched the Co-op Deals App. Having some glitches out of the gate, but will begin promoting digital coupons soon.
 - In Jan, new CRV tax now includes wine and spirits. Our Portola store is a mandated redemption center, but our Quincy store is not mandated anymore.
 - Ian recommended adding customer count to FYI report in the future.
- **B5 - Customer Experience**
 - Customer count has increased 2.8% between 2022-2023.
 - New customer comment system:
 - Concluded that comments on the old system were not constructive and sometimes problematic.
 - New comment system allows customers to put comments into box and managers to respond by posting chosen comments with responses written on them.
 - Health inspections passed at both stores with recommendations.
 - Wayne mentioned recent complaint about special order system. Marcie mentioned that discounts will be displayed to customers soon. Wayne to write a Scoop article about special orders.
 - Print more gift cards and send social media blast about them.

Leslie moved to approve B5 Report. Ian seconded. Motion carried.

Old Business:

- **Board Elections**

- Board elections to commence March 1st with two candidates.
- Ross to release pictures and bios to members as soon as possible.

New Business:

- **Capital Budget**

- Some priorities are Portola shelving, roof replacement of admin building, 2-door reach in for deli in Portola, new hot water heaters at both stores (to be done asap), and new swinging doors in Portola.
- Bakery oven also needs to be replaced.
 - Revisit oven issue in November 2024, depending on sales.
- Outdoor patio remodel at Quincy store is a possibility.
 - Pergola still needs to be finished - we have already invested money in this project and have all permits set.
 - Could do anchored umbrellas on the east patio, but would need to get permits for this.

Wayne moved to approve Capital Budget. Melissa seconded. Motion carried.

- **2024 Officer Succession**
 - Two officers to leave: Secretary Dana Krinsky and President Scott Stirling.
 - Ross to reach out to board candidate Kate Rahmeyer and see if she can attend March board meeting.

- **Plumas Bank Account Closures**

Ian moved to approve Plumas Bank Account Closures. Melissa seconded. Motion carried.

Committee Reports:

- **Membership:**
 - Membership met Jan 16th with Ross MacNeil and Emma Talamantes of Rugged Roots Farm.
 - Breakfast with the board to be every other year. Saturday, June 8th will be our Annual Meeting. Send event dates to new board members. There should be a lead person for each event.
 - Annual meeting at Rugged Roots Farm:
 - Fee for having one or two farm employees present.
 - \$150 insurance fee.
 - \$75 liquor fee.
 - Melissa to serve alcohol.
 - Waiting to hear back from Emma regarding permission from landowners.
 - Timeframe: Likely 5-7pm.
 - Wayne brought up competing event on June 8th: Hospice event that evening, 80-100 people who will be attending that event. Some overlap, but likely not a deal-breaker.
 - Dancing in the Dirt - June 18: To table at that evening.
 - Possibility of event at the farm for some Tuesday geared towards FRC students.
 - Next Meeting: March 19th at Leslie's house.

- **Finance:**
 - Met on Feb 6th.
 - Reviewed draft budget. Looked at operations budget, still work-in-progress.
 - Workers comp will be up by 33% due to accidents last year.
 - Talked about theft, Marcie talked about installing new surveillance camera in Quincy,
 - Possibility of getting another supplier.
 - Next meeting: March 12th at 5pm.

- **Policy: N/A**
- **Executive:**
 - Settled GM contract renewal: GM's contract renewed for another year.
 - Next meeting: March 8th, 10am.

Closings:

- **Board Member Check In:** N/A
- **Review Decisions, Tasks, Assignments:**
 - Approved: All minutes and agenda.
 - Approved B5 Experience Report.
 - Approved capital budget and moving bank account.
 - Melissa facilitating next board meeting and board education.
- **Review Board Calendar:** N/A
- **Next BOD Meeting:** March 25, 2024
- **Summary for Employee Memo:** Scott

Adjourn Meeting:

Ian motioned to adjourn the meeting. Leslie seconded. Motion approved. The meeting was adjourned at 7:00 pm.

Closed Session: N/A

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 FRFC web site.