

**BOARD MEETING MINUTES**  
**FEATHER RIVER FOODS CO-OP BOARD OF DIRECTORS**  
**REGULAR MEETING: October 23, 2023**  
**Approved at November 27, 2023 Board Meeting**

**Time:** 5:05 pm – meeting called to order by Wayne

**Location:** White house and Google Meet

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

**Board members absent:** None

**Minutes taken by:** Kendrah Fredricksen

**Staff present:** Marcie Wilde

**Welcome guests:** Nance Reed

**Agenda for October 23, 2023, Review & Approve:**

- *Ian moved to approve. Scott seconded. Agenda approved with changes.*

**Minutes of September 18, 2023, Review & Approve:**

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

**Board Education:**

- **Board Education – Four Pillars of Cooperative Governance Self-Assessment Tool** ○
  - Teaming – how the board works together
  - Accountable empowerment
  - Strategic leadership – long-term goals
  - Democracy – needs improvement (our members are not voting at high rates)
  - See handouts/links – Part 1 and Part 2 from Columinate
  - Table on Part 2 – gives specifics (asks questions)
  - GM is steward – acting in the interest of the organization/membership
  - Survey should be completed in November – to rate the board’s performance on the 4 Pillars.

**Reports:**

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

• **2Q 2023 Balance Sheet, and P&L**

- 2Q = April, May June
  - Improved over quarter one
  - Positive income around \$8,000
- 2Q 2023 Margin Minus Labor = 17.8, Median 18
  - Working to increase overall margin – we came in at 42% (above target) ▪ Watching for margin erosion in dairy, deli, and bulk.
  - Sales per Labor Hour – efficiency of staff, \$ sales per paid labor hour – we decreased labor by 4.3%
  - Doing re-sets: Cereal & Granola, Bubbly Waters & Sodas, Wellness (e.g. CBDs)
    - Q2 – started using Tahoe Food Hub – did \$9,333 in sales with this distributor

- Inventory turnover = 9.2 (Next year, may need to look at new goal here.)
- B1.2 out of compliance (EBITDA) = .9, medium 5.1 but there is improvement. Hoping to increase inventory turnover.
- B1.5 out of compliance (Equity Growth) – # of members is growing (mostly in Portola). It will take some time to fix this.

*Melissa moved to approve Manager's Report. Leslie seconded. Motion carried.*

**• September Monthly**

- Monthly sales \$380,698.88, Prior year increase of 4.4%
  - Quincy sales \$254,759.83, increase of .3%
  - Portola sales \$125,939.04, increase of 13.7%
  - Ian requested a traffic report (Marcie says traffic has increased, but basket size is lower).
- Outreach: Round-up at register for Plumas Performing Arts – total = \$1,247.53
  - Quincy = \$1,006.38
  - Portola = \$241.15
- Sharrill Irons retired, Sam Ray was promoted to Grocery Manager
- Amber Hughes gave notice; we are interviewing for that position (Outreach Coordinator) – Marcie is filling this role temporarily.
- Marcie attended NCG Fall Meeting in Minneapolis
  - Sales in industry are improving (4.1% growth)
    - Getting better product on the shelves due to NCG Core Set program
  - NCG highly recommends all co-ops stay in NCG Core Set so we can get best buying power.
  - Marcie attended breakout sessions on “Grocers and Community Partnerships ...” and “Strategies for Sales Growth,” “Dissecting the Definition of Healthy.”

**• B6: Staff Treatment and Compensation**

- We may need to switch the time frame which this report covers (due to when minimum wage increases).
- We are not paying a living wage. Our hourly competitors are paying more. (\$15.50 is minimum wage.) Other local grocers are paying slightly more. We should consider .10 to .20 cents more per hour over minimum wage.
- Ian suggested that hourly wage be increased at 90-day point, rather than wait one year.
- As of January 2024, we must give five days of sick pay per year.

*Melissa moved to approve Manager's Report. Ian seconded. Motion carried.*

**Old Business:**

- **Membership Message** – Leslie will do a write-up reviewing the Annual Meeting.
- **Board Recruitment** – We have at least one person willing to run, with at least two potential other candidates.

**New Business:**

- **Mileage Compensation for GM & Staff** – at Executive meeting it was learned that GM was only getting gasoline reimbursement. She is now submitting mileage requests (and is

reimbursed at current government rate). Wayne asked if we could pay mileage for staff who volunteer for events.

- **CAD Update – Community Appreciation Day – Portola is on the 28<sup>th</sup> 11 am to 1 pm; Quincy is on the 31<sup>st</sup> 2:30 to 6:30 pm.** Wayne and Scott are volunteering in Quincy. Will and Leslie will be at Portola.
- Clare recommended that we do exit interviews with employees.

### **Committee Reports:**

- **Board Development:** Wayne said they met Oct. 16<sup>th</sup> and reviewed old procedure & responsibility documents re: election; they discussed potential candidates. Scott is looking for an article to share. Next meeting will be Nov. 13<sup>th</sup>. Wayne will contact Aubrey re: meeting.
- **Membership:** Leslie said the committee talked by email. Leslie saw a screening of “Common Ground” which would be nice to show locally. (Also see “Kiss the Ground.”)
  - Hold annual meeting at Rugged Roots farm every June (children allowed), with Dame Shirley as a second option
  - Hold membership drive every October (with Pumpkin Patch)
  - Hold annual membership Breakfast-with-the-Board in eastern Plumas in August (possibly in parking lot of Portola store)
  - Annually commit to Quincy parade in July (bring dogs and/or dress-up as fruits and vegetables); possibly do Portola and Indian Valley as well.
- **Finance:** Wayne said they did not meet. Next meeting will be Nov. 6<sup>th</sup>.
- **Policy:** Dana said they did not meet.
- **Executive:** Scott said they met two weeks ago. Reviewed self-monitoring report. No meeting scheduled at this time.

### **Closings:**

- **Board Member Check In:** N/A
- **Review Decisions, Tasks, Assignments:**
  - Meeting Facilitation and Board Education: Melissa – November (Marcie will do Board Education), no December meeting, Dana – January
  - Membership Message: Leslie on Annual Meeting
  - Wayne will send out 4 Pillars, List of members
  - Ian is creating survey
  - Scott and/or Wayne will find Board Recruitment article
  - Charter and Calendar: ongoing for committees
  - Calendars: all review committee calendars
- **Review Board Calendar:** See color-coded spreadsheet online (and in Board members’ boxes).
- **Next BOD Meeting:** November 27, 2023
- **Summary for Employee Memo:** Scott

### **Adjourn Meeting:**

- *Leslie motioned to adjourn the meeting. Clare seconded. Motion approved. The meeting was adjourned at 7:12 pm.*

### **Closed Session:**

*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.*