

BOARD MEETING MINUTES
FEATHER RIVER FOODS CO-OP BOARD OF DIRECTORS
REGULAR MEETING: June 25, 2024
Approved at July 30 Meeting

Time: 5:01 pm – meeting called to order by Melissa

Location: White house and Google Meet

Board members present: Wayne Cartwright, Melissa Lopez, Ian Schrammel, Tim Jones, Clare Churchill, Kate Rahmeyer

Board members absent: None

Board Facilitator: Wayne Cartwright

Board Educator: Kate Rahmeyer

Minutes taken by: Ross MacNeil

Staff present: Marcie Wilde, Ross MacNeil

Welcome guests: None

Agenda for June 25, 2024, Review & Approve:

- *Clare moved to approve. Melissa seconded. Agenda approved with changes.*

Minutes of May 28, 2024, Review & Approve:

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

Board Education:

- Kate educated the board about WIC benefits (women, infants, and children).
- This is a federally funded program that began in 1972.
- Goals are to reduce premature births, low weight babies, fetal deaths, anemia, etc.
- WIC is associated with a 16% reduction in the risk of infant death within one year of delivery.
- 54% of infants born in California participate in WIC and 67% of eligible individuals in California participate in WIC.
- Good idea for Breakfast With The Board: To WIC or not to WIC.
 - Bringing WIC into our stores would require a change to our purchasing policy.
- How much product would we be taking off the shelves?
 - Michelle or Marcie to figure this out.

Reports:

Manager's Reports

- **FYI GM May Report**
 - May was a good month for the co-op, financially.
 - Customer count and basket size has increased for both stores.
 - Bank accounts up by about \$60,000 from prior month.
 - Now looking for a store manager at Portola store.
 - Still struggling with employee retention, but Quincy is currently a bit more stable with workforce.

Proposal: Marcie will put her trailer on Kate Rahmeyer’s property near Portola as long as Marcie is working full-time in Portola–Marcie will move back to Quincy once Portola store is more stable. Marcie to pay electricity.

Wayne moved to approve this proposal. Clare seconded. Proposal approved.

- **A - Ends (Part A)**

- This report is a way to make sure we are conducting business in a sustainable manner.
- We are in compliance with this report.
- Customer counts increased for both stores in 2023, but Portola is growing at a much faster rate.
- We have great debt-to-equity ratios, currently.
- Membership has seen double digit growth.

Melissa motioned to approve A - Ends (Part A) Reports. Ian seconded. Motion carried.

Old Business:

- **Update Annual Meeting Agenda**

- Agenda was reviewed
- Will try to erect an “RSVP Parking Only” sign.

- **Annual Meeting Assignments**

- Annual Meeting Assignments were reviewed.
- Volunteers in addition to board members: Will Lombardi and friend (2), Kelsey Elinski (1), Megan Mansfield (1), Lisa Tobe (1). 5 total volunteers. We want one more just to be safe.

- **Employee Memo**

- Name changed to be clearer in purpose. Written by Melissa.

- **Article – Annual Report**

- Melissa to get that to Ross by 6/26.

- **Board Recruitment**

- Wayne does not have anyone in mind for a new board member.

New Business:

- **New Board Member**

- Melissa spoke with Mimi Hall, who would like to become a board member.
- Mimi Hall to attend Annual Meeting.

Melissa moved to approve that Mimi Hall become a board member until March 2025. Ian seconded. Mimi Hall was approved to be a board member.

- **Schedule For Committee Charter & Calendar Reviews**

- Clare brought up that much of the calendar is incomplete/blank.
 - Committees to review these issues.
- Calendar item to be added for September Board Meeting: Committee Charter Review.

- **Monitoring Calendar Proposed Changes**

- Marcie made some changes to the Board Monitoring Calendar.
 - Budget will be presented in November.
 - Budget to be reviewed by board and approved by January of following year.
 - Budget to be reported to the board every quarter.
- These new changes will begin in November.
- **Proposed Change To Bylaws**
 - Proposed change to Section 4.2: Allow a candidate to be a member for at least 3-months prior to election month, rather than 6-months prior to election month. In other words, candidates must be a member by January 1st.

Wayne moved to amend bylaw section 4.2. Ian seconded. Motion carried.

- **Board Education Frequency Change**
 - Board decided that board facilitator should not also be required to be board educator.
 - Each board member does board education one time for the year. So, 7 out of the 10 board meetings will have board education. This leaves room to skip board education during busy months.

Committee Reports:

- **Board Development:**
 - No meeting.
- **Membership:**
 - Items covered in Annual Meeting topic above.
- **Finance:**
 - Met June 18th.
 - Cash went down \$45,000, but that was due to the Portola blackout and investing in new shelving, etc.
 - Portola store had good sales, but came in with negative income due to bloated inventory.
 - This issue is being addressed by Marcie and our buyers.
 - Salad bar is doing well, making \$11,000 in 9 weeks.
 - Possibility of buying longer salad tongs so reaching past the sneeze guard is more comfortable.
 - Netflix is now a good client of the co-op.
 - Analyzed budget, some errors to work on.
- **Policy:**
 - Decided that the board must review bylaws once per year: This will be a topic during the board retreat.
 - Board to read all bylaws before the retreat so it can be discussed/reviewed.
- **Executive:**
 - Discussed prospective board member.
- **Farmers Market:**
 - Met on May 29th and had a very constructive meeting.
 - Carly from Plumas Public Health is now on the committee. Helping us look for grant funding.

- Ross working on collecting sponsorship funds.
- Next meeting in late July.

Closings:

- **Board Member Check In: N/A**
- **Review Decisions, Tasks, Assignments:**
 - Next board educator: Wayne Cartwright.
 - Next facilitator: Kate Rahmeyer.
 - Ian to be board educator for September.
 - Melissa to send Annual Report message to Ross by 6/26.
 - Melissa to finish Employee Memo and send it to Marcie.
 - Melissa to send email to Mimi Hall about her becoming new board member.
 - Everyone must review their committees' charters.
- **Review Board Calendar:**
 - Calendar was reviewed.
- **Next BOD Meeting:** July 23, 2024.
- **Summary for Employee Memo:** Melissa.

Adjourn Meeting:

Melissa motioned to adjourn the meeting. Clare seconded. Motion approved. The meeting was adjourned at 6:50 pm.

Closed Session: A closed session was held.

Note: The Outreach Coordinator makes approved changes to the prior meeting's minutes and forwards the final version to the board secretary and the board president. The Outreach Coordinator posts the final minutes in the board Google Drive folder, and the Outreach Coordinator posts in the store and on the FRFC website.