

BOARD MEETING MINUTES
FEATHER RIVER FOODS CO-OP BOARD OF DIRECTORS
REGULAR MEETING: January 27, 2025
FINALIZED AT FEBRUARY MEETING

Time: 5:00 pm – Meeting called to order by Ian

Location: White house and Google Meet

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

Board members absent: Mimi Hall, Melissa Lopez

Board Facilitator: Ian Schrammel

Board Educator: Kate Rahmeyer

Minutes taken by: Ross MacNeil

Staff present: Marcie Wilde, Ross MacNeil

Welcome guests: Emma Talamantes, Marissa Rudder, Nance Reed

Agenda for January 27, 2025, Review & Approve:

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

Minutes of November 19, 2024, Review & Approve:

- *Wayne moved to approve. Tim seconded. Minutes approved with changes.*
 - Tim Jones recommended changing name of Board Retreat for next year.

Board Education:

- Food insecurity in California and Plumas County.
 - 22% of California is considered “food insecure”.
 - In Plumas County, 12% of our households are food insecure.
 - Kate pulled numbers from her org’s food pantries:
 - In 2024 in Quincy, they had 434 households visiting the food pantry.
 - In Portola, 360 households visited the food pantry.
 - Food insecurity is a large issue in this area, and this upholds our decision of introducing WIC to Portola.
- Ian read some positive letters we received from members in support of WIC.

Reports:

- Manager’s Monthly Report for November
 - Good sales growth at both stores, as well as basket sizes.
 - Significant growth in sales from last year.
 - Maidu Summit Consortium was the Round Up recipient.
 - Received anonymous OSHA complaint regarding mold and leaks in Portola – after extensive inspection, we determined there was nothing wrong.
 - Significant out-of-stock issues due to Avian Flu and other disruptions.
 - Was able to provide profit sharing bonuses to staff.
- Manager’s Monthly Report for December
 - Both stores grew in sales. Portola saw an increase of 27%.
 - Started limiting eggs per customer to address shortage.

- Breakfast With The Board:
 - Many new faces at this event. WIC topic brought new folks and opinions.
 - Event went smoothly.
- B1 Q3 2024 Monitoring Report
 - Out of compliance in sales growth: only 4.1% growth, target was 5%.
 - This was due to shutting down Quincy store for new fridges.
 - Portola needs to fill new shelving – they are close to achieving this.

Clare motioned to approve B1 Q3 2024 Monitoring Report. Wayne seconded. Report was approved.

- B7- Board Communication
 - Marcie remarked that we are in compliance with board communication.
 - Reporting from GM has been consistent and correct, board packets have been available for a good amount of time before meetings.
 - NCG report: 79% of co-ops grew in sales in 2023, but 21% (mostly in rural areas) decreased in growth.
 - Many co-ops have been struggling with GM turnover.

Clare motioned to approve B7- Board Communication. Wayne seconded. Report was approved.

Old Business:

- Breakfast with the Board recap
 - Marcie recommends that next year, the board should pick the topic.
 - Ian recommends that the next topic should be board recruitment and member involvement.
- Board recruitment/election
 - Currently have three very excited candidates. We have three open positions.
 - We will keep the application deadline that is on the website: February 26th.
 - Ross to change what it says on the Board Election Handbook.
- WIC
 - Marcie to apply to WIC and submit barcodes for every product they plan to carry.

New Business:

- Governance Budget
 - Changes: Put more money into Annual Meeting, took money out of mailing.
 - Approval of this will be done via email.
- Election recruitment article
 - Done. Sent out via email and website.
- Set annual meeting date
 - Ian to send out Doodle poll about availability.
- GM review
 - Will be handled asynchronously.
- C- Global Governance, Policies
 - C1-C4: Board Self-Assessment Survey
 - Wayne said survey will be discussed at next meeting. Survey will be sent out by February 3rd.

Committee Reports:

- **Board Development**
 - Worked on changing bylaws to be more flexible for potential candidates.
 - We revised our bylaws to conform more with other co-ops in that candidates don't need to be members months prior to the election.
- **Membership**
 - Have not met since last meeting. Ian will set up a meeting in February.
- **Finance**
 - Last meeting was December 12th.
 - Discussed salad bar and reduction of hours in the winter.
 - Our margins have been strong.
 - Wages will increase.
 - Looking into getting a grant to install more energy-efficient doors on the co-ops.
 - Kate suggested we look into a Sweep account that automatically transfers funds from a primary account into an investment account.
 - Bill Battigen will keep tabs on our energy meter to determine how much money our solar panels save.
 - Next meeting: Monday, February 10th at 5pm.
- **Policy**
 - Met last in November. Clare to set a date for next quarter's meeting.
 - At last meeting, it was recommended that the GM Succession Plan be added to the Board Procedure Manual (which has been done).
 - Language in the bylaws were changed.
 - Bylaws were amended make the board election more accessible.
- **Executive**
 - Met late December to discuss GM review. Next meeting will be scheduled soon.
- **Farmers Market**
 - Met earlier this month with Plumas Arts representatives, and a couple times in December.
 - Currently have about \$3,500 in sponsorship funds and a bit more in donations. This will be enough to cover a lot of supply and signage costs.
 - We will be doing Contra Dance on March 29th, which will be a fundraiser to raise money to pay for music. We're going to announce that in the next few days. Thank you to Emma for helping organize the event along with Plumas Arts.
 - We have designed and published a new website (quincy-farmers-market.com) for the Farmers Market and have all of the groundwork to start booking vendors, getting sponsors, etc.
 - Ian to reach out to co-workers about possibly getting old Farmers Market website decommissioned.

Closings:

- **Board Member Check In:**
 - New walk-in fridges are finished.
 - Tim asked about capital expenditure re: loading dock.
 - Will be fixed when the weather warms up.
- **Review Decisions, Tasks, Assignments:**
 - Moving governance budget approval to email.
 - Ian to send out Doodle for annual meeting date.

- Melissa will send out C1-C4 monitoring calendar.
- Ian will follow up with Melissa about GM review and schedule an Executive Committee meeting.
- WIC application process will be on agenda for next meeting.
- Melissa due for board education in February.
- Marcie to send calendar invites for new meetings.
- **Review Board Calendar:**
 - Calendar was reviewed.
- **Next BOD Meeting:** February 24th, 2025.
- **Summary for Employee Memo:** Ian.

Adjourn Meeting:

Clare motioned to adjourn the meeting. Tim seconded. Motion approved. The meeting was adjourned at 6:25 pm.

Closed Session: N/A.

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.