

**BOARD MEETING MINUTES**  
**FEATHER RIVER FOODS CO-OP BOARD OF DIRECTORS**  
**REGULAR MEETING: November 19, 2024**  
**APPROVED JANUARY 27, 2025**

**Time:** 5:04 pm – Meeting called to order by Clare

**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

**Board Facilitator:** Clare Churchill

**Board Educator:** Marcie Wilde

**Minutes taken by:** Ross MacNeil

**Staff present:** Marcie Wilde, Ross MacNeil

**Welcome guests:** Nance Reed

**Agenda for November 19, 2024, Review & Approve:**

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

**Minutes of October 22, 2024, Review & Approve:**

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

**Old Business:**

- **Breakfast With The Board**
  - Ian has been working with the membership committee to plan.
  - Kate confirmed that there will be vegan options.
  - Agenda:
    - Michelle, Marcie, Ross and Ian met 11/18 to talk about agenda.
    - Michelle will present.
    - Schedule:
      - 8:50-9:15am: Everyone arrives.
      - 9:15-9:35: Michelle presents.
      - 9:35-10:15: Q&A.
      - 10:15: Wrap-up message from Board President.
- **Board Development**
  - Wayne is continuing to work on recruiting.
    - All possible board members are being kept track of on the Board Development Roster on Google Drive.
- **CAD Recap**
  - Fewer survey responses than year's past.
    - Received 76 responses in-person.
    - Received an additional ~150 responses online from email.
    - We like CAD having its own day–will not do on Safe Trick Or Treat again.
    - Ian and Ross to go over results with Ross and send email to rest of the

board.

- **Manager Meeting Debrief**
  - A manager complained that the board gets too many perks.
    - There were worries that the retreat used funds that could be better spent on the store and employees.
      - Marcie and Wayne brought up that the board retreats aren't a big expense. Furthermore, the board works hard.
      - Board will plan to attend more manager meetings to make sure employees are being heard. Marcie will encourage employees to attend board meetings.
      - Marcie to get a manager meeting schedule to the board.
  - Possibility for employees receiving profit share this year.
  - Some staff talked about issues with legacy members complaining to them.

### **New Business:**

- **Confirm Meeting Date/Time Through April**
  - 4th Monday of the month starting on January 27th.
- **New Grant Opportunity: HFFI Grant - FARE Funding**
  - Healthy Food First Initiative Grant.
  - Helps to expand food access to low-income populations. Could include storefront or popup location.
  - Next deadline to submit inquiry March 3rd, 2025.
  - Co-ops are able to apply. Marcie has helped another co-op manager submit this grant application.
  - Possibilities:
    - New location in Chester, Greenville, etc.
    - Expansion of Portola store (purchasing our own building).
      - Ian and Kate mentioned this might be the wisest, most profitable choice.
    - Pop-up market in Greenville, Chester, etc.
      - Possibility of traveling pop-up with schedules (1 day a week in Greenville, 1 day in Chester, etc.).
  - New Grant Committee:
    - Confirmed members: Melissa, Kate.
    - Possible members: Lucinda.

### **Committee Reports:**

- **Board Development:**
  - Had meeting on October 30.
  - Reviewed minor edits on election handbook.
  - New Board of Directors folder.
- **Membership:**
  - Talked about Breakfast With The Board.
- **Finance:**
  - Q3 was very profitable. Our new net income for the year is ~\$186,000. If this profitability continues, we could issue patronage dividends.

- Overbudget on some items, but these items are mostly out of our control (workers comp, etc.).
- Cut back salad bar hours to make it more efficient and profitable.
- Slightly smaller governance budget.
- Next year's budget will work in some items such as upgrades in Quincy (fixing flooring, pergola, etc.).
- **Policy:**
  - Policy Register D2: Change of language.
  - Board Management Relationship in Procedure Manual: Possibility of putting an Emergency Succession Plan into the Procedure Manual.
    - Marcie and Clare to talk about this.
- **Executive:**
  - Getting headstart in conducting GM review.
  - Next meeting: December 9th.
  - Employee evaluation: Contract by Amy.
- **Farmers Market:**
  - Met last month.
  - Talked about partnership with with Plumas Arts: They will take care of artist booth and booking musical acts.
  - Meeting in the next couple weeks to measure out booths and start booking vendors.

### **Board Education:**

- Marcie talked about the methodology and business model of Dollar General and similar chains.
- Dollar General is saturating the market: It is the biggest grocery store chain.
- Dollar General has been proven to exacerbate food deserts, and they also put independent stores out of business.
- Dollar General targets low-income, small communities and exploits them.
- Dollar General employs very few staff-members, which hurts local employment opportunities.

### **Managers Reports:**

- September Monthly Report:
  - Both stores remaining steady in sales.
  - Average basket size is getting lower.
  - Portola is continuing to see double digit growth.
    - New shelving helping these numbers.
  - Round Up gave \$1,100 back to the community.
  - CAD was successful, surveys are still being tallied and analyzed.
  - Mountain Harvest Festival was successful.
  - Continuing with out-of-stock issues, but trying to stock different brands, even if they aren't recognized.
  - We have been overpaying for worker's comp, have received credits.
- **B9 - Succession:**

- Irene Kling is the new interim General Manager.
- Marcie will be training Irene.
  - Irene to present board director reports at two meetings and run two manager meetings as part of training.

**Closings:**

- **Board Member Check In:**
  - N/A.
- **Review Decisions, Tasks, Assignments:**
  - Melissa will contact necessary folks to complete GM evaluation.
  - Committees to schedule their next meetings over email.
  - Kate and Melissa are now on new Grant Committee.
    - Marcie to create a rough charter for this committee.
  - Wayne will give Ross Scoop article about elections.
  - Board Education:
    - January: Melissa.
    - February: Kate.
    - March: Clare.
- **Review Board Calendar:**
  - Calendar was reviewed.
- **Next BOD Meeting:** January 27th, 2025.
- **Summary for Employee Memo:** Melissa.

**Adjourn Meeting:**

*Ian motioned to adjourn the meeting. Melissa seconded. Motion approved. The meeting was adjourned at 6:54 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.*