



Board of Directors Meeting Approved Minutes

Date: April 10, 2023

Convened: 6:04pm Adjourned: 7:55pm

Directors Present: Manny Leon, Barbara Mendenhall, Brian Pimentel, Felicia Thomas-Hill, Prasanna Regmi, Arnold Sowell, Alexandria Jang, Delfina Vargas

Director(s) Absent:

Staff Present: Brian Munn (IGM/Store Director), Tyler Burch (HR Director), Angela Borowski (Finance Controller)

Members and Guests Present: Steven Maviglio, members attending via ZOOM

Notetaker: Elizabeth Ortiz Meeting Facilitator: Manny Meeting Chair: Manny

PRELIMINARIES

Introductions took place.

Agenda Review:

Motion to approve agenda - Alex

Second - Brian P.

Agenda approved

Tasks from previous meeting reviewed

Tasks reviewed

Approve Minutes of Prior Meeting:

Motion to approve March meeting minutes - Delfina

Second - Manny

All in Favor

Minutes approved

Member Comments:

Comments that were submitted have been looked at, have been taken into consideration and the correct personnel will be in touch with the member.

Michelle - Last month she spoke about the language of the Committee Member Vetting Procedure, Delfina was able to have a meeting with Michelle.

Delfina went over her concerns. Michelle states that her concern is still valid, even with the change from last month's meeting.

Steve - Stated that meetings should be posted in the store and across social media so that more members can join in. Talks to his previous comment that was submitted and states that the language in the Committee Member Vetting Procedure is not properly being used.

Delfina - states that she appreciates the comment, and states that it is a work in progress and that it will be continued to be worked on.

GM Update:

Brian states that May is member month.

The Co-op is excited because of the weather change and new produce being brought in.

Spring Fling is May 13th.

50th Anniversary event: Annual Meeting needs a time and agenda.

Patronage refund just went out and has been successful.

Working currently on SOP, development and communication for the staff.

B4

Barbara states that the term "fair share" should be removed from Co-op language due to a change in the By-laws.

Brian M. explained that we are working so that our membership application is completely online.

Although our membership numbers are still growing, we should see an increase once online.

Motion to accept B4 as presented in the packet - Alex

Second - Prasanna

All in favor

B5

Barbara states that customer comments are not always responded to as stated in the Report.

Felicia commented that she was looking at the positive and negative comments received, and the amount of negative comments has increased.

Brian M. will look deeper into what the customer comments are and update the Board via email before the next board meeting.

Motion to accept B5 as presented in the packet - Prasanna

Second - Manny

All in favor

B6

Brian M. explained that ending some of the staff trainings that we previously had made it a lot harder for staff to talk with upper management.

Bringing back huddles with department management and trainings should be able to make staff feel safe therefore have better open communication. Currently management is working on the Open Book training.

Motion to accept B6 as presented in the packet - Arnie

Second - Prasanna

All in favor

Consent Calendar:

Motion to accept the Consent Calendar to appoint Brian Munn as the Corporate President and Tyler Burch as the Corporate Vice President - Barbara

Second - Alex

All in favor

Committee Updates

Adhoc Committee

The Adhoc committee needs four more board members to fill out the Board development poll to nail down a date for the development training.

Nominations Committee

Will meet with prospective candidates after today's meeting, and will be giving the board recommendations for candidates before May 30th.

Finance Committee

Arnie states that they are working on finding time to meet to finalize a Monthly financial report for the Board.

Policy Committee

Motion to approve the New Committee Charter Template, Policy Committee Charter, Finance Committee Charter, Election Committee Charter and, Member Engagement Committee Charter as presented in the packet. The Charter template and committee charters will go into effect once a Committee Member Vetting Procedure is approved .- Barbara

Second - Jeneba

All in favor

-

Committee Member Vetting Procedure:

The purpose of this document is to set up a consistent process so that appointing people to each committee is the same.

Action Items

GM Search Process

GM search committee includes Manny, Arnie and Alex.

Manny stated that the framework should be ready to present to the Board at next month's Board meeting.

Board Self-monitoring

Policy C, C1

Brian P. asked if there is any way that we could increase participation, and include interpretations for the C policies.

Manny explains that as a Board of Director that everyone should do their part in filling out the surveys.

CLOSINGS: Review Tasks & Assignments

Announcements

1. Manny volunteered to hold a booth on Wednesdays at The Winn if available.
2. 515 touring is tomorrow, April 11th.

Tasks/Assignments

1. Committee vetting procedure
2. Membership Engagement Committee framework for the annual meeting
3. Brian M - B5 clarification email to board before next board meeting
4. GM Search Committee - framework

5. Arnie will coordinate with Finance committee

ADJOURN MEETING

Motion: Alex

Second: Brian P.

Vote: All in Favor

Respectfully submitted by,

Elizabeth Ortiz
Board Administrator