



Board of Directors Meeting Approved Minutes

Date: May 8, 2023

Convened: 6:03 Adjourned: 7:47pm

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

Director(s) Absent: Alexandria Jang

Staff Present: Brian Munn (IM GM/Store Director), Tyler Burch (HR Director), Angela Borowski (Finance Controller), Stacie Larkin (Marketing Director)

Members and Guests Present: Members attending via ZOOM

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

PRELIMINARIES

Introductions took place.

Agenda Review:

Moving General Manager Qualifications and Priorities to announcements.

Adding to the GM update during the Global Ends discussion, Hether would like to talk about the upcoming Board retreat.

Motion to approve agenda - Brian P.

Second - Delfina

Agenda approved

Tasks from previous meeting reviewed

Tasks reviewed

Approve Minutes of Prior Meeting:

Arnie's name is spelled wrong in the B6 policy.

Barbara's name is spelled wrong in the B5 policy.

Delfina's name is spelled wrong under the member comments section.

Motion to approve March meeting minutes - Prasanna

Second - Arnie

All in Favor

Minutes approved

Member Comments:

None.

GM Update:

Microsoft Migration - Tabling through the summer, will revisit in the next fiscal year.

Spring Fling - May 13th.

Farm update- Met with three of the six partners on Sunday May 7th. Talked about a potential partnership with them but they said they have to talk about it amongst all 6 partners.

Business plan for the R Street Co-op - Working with NCG to get a proper performance done, the business plan is almost done. The Strategic team is meeting tomorrow.

Member Month - First week was very busy, looking forward to this coming week.

Patio in the front of the store - In the very beginning stages of building a plan.

NCG Conference - went through the GM integration seminar and was very informative.

Self check out - Currently the only XL co-op without self check out or without a plan to get it. Hoping to move forward with a plan.

Board Tour at SNFC - May 24th @11am

A

Stacie spoke about how our active membership bylaw change may have lowered the number of member participation in our last election. Also spoke about possibly having an online application.

Retreat: Hether spoke and wanted to make sure that for the Board retreat, the Ends policies are the ones that they want to work with.

Motion to accept A as presented in the packet - Barbara

Second - Manny

All in favor

B1

Current ratio and quick ratio operational definitions and graphs do not match.

Arnie wanted to take time to talk about the Finance Committee and stated there are three points of action that need to be made.

- Selection of an auditor, keeping the current auditor.
- Board Development - Finances
- Board to be more involved in the Financial planning process

CoCoFiSt has been changed to CoMetrics.

Motion to accept B1 as presented in the packet - Manny

Second - Delfina

All in favor

B3

Arnie asked to go over cyber security, Brian explains that GroupOne helps us monitor our system regarding cyber security. Planning to partner with NCG to do an IT audit.

Motion to accept B3 as presented in the packet - Jeneba

Second - Brian P.

All in favor

Committee Updates

Member Engagement Committee

Annual meeting - The Committee added a draft agenda to the Board packet and shared it with the Board.

Nominations Committee

Bringing slate of candidates to the next Board meeting. Possibly bringing candidates to the May Member Engagement event on May 25th.

Nine people applied, could not validate membership for one of them, there were 8 people that were interviewed.

Policy Committee

Motion to approve added language to Committee Charters as presented in the Board packet - Arnie
Second - Prasanna
All in favor

Board Self-monitoring

Policy C7, C8

Adding in a section to show who filled out the survey or how many responses.

Discussion Items

Board/Member - Meeting Participation

Brian P. speaks about attendance promoting monthly meetings, and asks for suggestions on how we can promote the meeting further.

A calendar function is on the webpage, a poster regarding meetings is at the front of the store, and also has been promoted to our instagram stories.

GM Search Process

Setting up a meeting with Columinate, this coming friday.

Also has been digging into what has been done in the past, after the Columinate meeting there will be another GM search committee meeting.

CLOSINGS: Review Tasks & Assignments

Announcements

Sign-up sheet for Spring Fling

Manny passed around a sign-up sheet to work the Board table at the Spring Fling.

General Manager Qualifications and Priorities

Mentioned that the Board had a meeting regarding General Manager qualifications. There was a survey that was sent out to the Board of Directors and some staff, they are wanting to send this out to more staff soon.

Delfina stated that the Board should start talking with Members about the possibility to expand.

Also not everyone has filled out the survey to distinguish what weekend the retreat will happen.

Tasks/Assignments

1. Detailed Annual Meeting agenda - Member Engagement Committee
2. Retreat planning - Delfina and Hether
3. Brian M. will send out a follow up email with answers to questions about the B policies
4. GM Search Committee
5. Office Hours

ADJOURN MEETING

Motion: Brian P.

Second: Arnie

Vote: All in Favor

Respectfully submitted by,

Elizabeth Ortiz

Board Administrator