



Board of Directors Meeting

Date: January 8, 2024

Time: 6pm

Time	Topic	Information/ Action	Presenter
6:00pm	General Business Introductions Agenda Review Review Tasks from December Meeting Member Comments (2 minute limit)	Information Information Information Information	Manny Manny Lizz Manny
	Consent Calendar December Meeting Minutes Corporate officers: Appointment: President	Action Action	Manny Manny
	General Manager Update GM Update	Information	Tyler
	Committee Updates Finance Committee Elections Committee	Information Information	Arnie Laura
	Action Items Audit Approval Patronage Refund Co-op Member Committee Appointments	Action Action Action	Arnie Arnie Manny
8:00pm	Closings Announcements Review Board Calendar Review Tasks & Assignments Check-in: How the meeting went	Information Information Information Information	All Admin All All

December Meeting Minutes p.2

2024 Board Calendar p.5



Board of Directors Meeting Unapproved Minutes

Date: December 11, 2023

Convened: 6:05pm Adjourned to closed session at 7:20pm

Directors Present: Manny Leon, Barbara Mendenhall, Brian Pimentel, Arnold Sowell, Alexandria Jang, Prasanna Regmi, Delfina Vargas, Bernadette Brogden

Director(s) Absent: Felicia Thomas-Hill

Staff Present: Tyler Burch (HR Director), Angela Borowski (Finance Controller), Nova Weatherwax (Merchandising Director), Stacie Larkin (Marketing Director), Cristina Caylor (Store Manager)

Members and Guests Present: One member attended in person, others attending via ZOOM

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

PRELIMINARIES

Introductions took place.

Agenda Review:

Motion to approve December agenda - Barbara

Second - Bernadette

Agenda approved

Tasks from previous meeting reviewed

Tasks reviewed

Member Comments:

Manny states that there is one handwritten member comment regarding office hours. This will be discussed later on the agenda.

No other member comments were received.

Consent Calendar:

Motion to approve the Consent Calendar - Barbara

Second - Alex

Motion approved

GM Update:

Tyler started by explaining that Brian M. is currently out on leave due to an accident he had.

The new Store Manager was announced, Cristina Caylor. As well as the Co-ops new Deli Manager, Berto Frias.

The Finance Director role is still open, the team has been working with a recruiter to fill this position. Interviews have started but will carry over into the new year.

The sales were up this Thanksgiving compared to last year, although turkey sales were down.

Staff recognition - 50 loyalty points will be uploaded to staff members accounts for the month of December, as well as another Rest and Relaxation room will be available the days following up to Christmas.

The day after Thanksgiving, the registers went down, this does not seem to have affected our sales for that day. The issue has been worked out.

An update to our payroll processing is happening, it is a new program within Paycom that will help reduce errors and allow for more transparency.

B - Global GM Constraint

Motion to approve the B policy as presented in the packet - Barbara

Second - Delfina

Motion approved

Committee Updates

Ad Hoc Committee

Delfina spoke about the Ad Hoc committee, she states the committee feels they have wrapped up their work and submitted a report. There are responsibilities that will fall into other committees.

Work assignment recommendations will be sent to the Executive committee.

Discussion Items

Office Hours

Feedback from November office hours was given from Delfina, Barbara, Bernadette and Arnie.

Overall there is a lack of member participation.

Delfina explained she had sent over suggestions to Brian M. for improvements to office hours, including location and signage.

Discussion was had about the location, signage, time of day and frequency of office hours.

Prasanna and Lizz will work to create a schedule for January office hours.

Action Items

Co-op Committee Member Appointments

Motion to table Co-op committee member appointments to January's Board Meeting - Manny

Second - Bernadette

Motion approved

2024 Elections

Election committee is meeting this Wednesday.

Paper ballots -

Discussion was had, with multiple ideas arising regarding the use of electronic ballots vs paper ballots for the 2024 Board election.

Motion to make the 2024 Board Election fully electronic with paper ballots only available in store if needed, Elections committee will determine how many paper ballots to purchase for instore use - Alex

Second - Bernadette

Approved

Responsibilities of committees -

Manny asks Chairs of the Nominations and Elections committees to look at the responsibilities for each committee.

Come back with adjustments if needed.

CLOSINGS: Review Tasks & Assignments

Announcements

Finance committee will meet Dec 20th at 2pm.

Tasks/Assignments

1. Co-op committee member appointments
2. Office Hours - Prasanna and Lizz
3. Alignment from Nominations/Election committee
4. Contact interested committee members - Committee Chairs
5. Ad Hoc committee send assignments to Exec committee

ADJOURN MEETING TO CLOSED SESSION at 7:20pm

Motion: Brian P.

Second: Arnie
Motion approved

SNFC BOD Closed Session, 12/11/2023

Called to Order by Manny Leon at 7:30pm

Attended: Manny Leon, Alex Jang, Barbara Mendenhal, Brian Pimmentel, Arnie Sowell, Delfina Vargas, Prasanna Regmi, Bernadette Brogden, Tyler Burch, Hether Frayer (virtual)

Absent: Felicia Thomas-Hill

Discussed Items:

- Legal
- Personnel

Actions:

- Motion made by Barbara Mendenhal to compensate Tyler accordingly for his IGM role, retroactive to when he started as IGM in November (amounts withdrawn for confidentiality).
 - Bernadette Brogden recused themselves from this decision.
 - Prasanna Regmi seconded the motion.
 - Motion passed unanimously.

Barbara Mendenall motioned to adjourn the meeting; it was seconded by Brian Pimmentel.

Meeting Adjourned at 8:50pm

Respectfully submitted by,
Lizz Ortiz
Board Administrator

	Jan. 2024	Feb. 2024	Mar. 2024	April 2024	May 2024	June 2024
Board Education & Development	Registration for CCMA: Open Virtual CBL 101- Jan 20	Finance Training for Directors - Feb 1	Effective Meeting Facilitation - March 13 All About Financial Statement Audits - March 27	Virtual CBL 101 - Apr 20	CCMA May 31- June 1 in Portland, Maine - Registration deadline May 16th Constructive Approaches to Handling Complaints About Your GM - May 8	
Board & Member Engagement Opportunities		Member Engagement Event	Call for Board Candidates Run For the Board Forum March Member Quarterly Article & Board Notes Due	Candidate Nomination forms & Election Info Online	Spring Fling Member Engagement Event	Member Quarterly Article & Board Notes Due
Required Agenda/ Packet / Executive Session items	Patronage Refund Decision Election: Policy, Info Packet & Schedule Update Establish GM Evaluation Committee	Nominations & Education Committee Plan Approvals Preferred Shares Dividends Decision			Nominations Com. To Submit Candidates For Board Approval	Request for Proposal template to GM(GM compensation)
GM Limitation Monitoring Reports	No Reports	B1 – Financial Condition and Activities	No Reports	B4 – Membership, B5 – Customer Experience & B6 – Staff Treatment and Compensation	B1 – Financial Condition and Activities, B3 - Asset Protection & A – Ends	No Reports
Co-op Community Happenings		Member Days February 1-28			Member Days May 1-31	

	July 2024	August 2024	Sept. 2024	Oct. 2024	Nov. 2024	Dec. 2024
Board Education & Development				Director Orientation	Retreat	
Board & Member Engagement Opportunities		Member Engagement Event	Annual Meeting Member Quarterly Article Due & Board Notes Due	Call for Committee Members	Member Engagement Event	Member Quarterly Article Update & Board Notes Due
Required Agenda/ Packet Items/ Executive Session	Treasurer gives Bay area CPI to Finance Com. Chair Annual GM Evaluation - completed by July 31st	Board Budget (by August 31) ENDS Policy Review GM Compensation Packet Due Aug 31st	General Election Call for Board Officer Interest	Seat New Board Members Elect Board Officers Call for Committee Chair & Member Interest Columinate Contract	Board Committee Chair & Member Appointments	Co-op Member Committee Appointments
GM Limitation Monitoring Reports	No Reports	B1 – Financial Condition and Activities	B2 –Planning and Financial Budgeting, B7 –Communication to Board, B8 – Board Logistical Support & B9 – Emergency General Manager(GM) Succession	No reports	B1 – Financial Condition and Activities, & B3 –Asset Protection	B – Global Executive Constraint
Co-op Community Happenings		Member Days August 1-31	Farm to Fork Festival TBA		Member Days November 1-30	

Calendar Items with date to be determined: CA Center for Co-op Development Conference

Register for Columinate Training: <https://columinate.coop/events/>