

**Board of Directors Meeting****Date: May 12, 2025****Time: 6pm**

Time	Item	Topic	Information/ Action	Presenter
6:00pm		<b>General Business</b> Introductions Agenda Review Review Tasks from March Meeting Member Comments (2 minute limit)	Information Information Information Information	Manny Manny Lizz Manny
	1	<b>Consent Calendar</b> March Meeting Minutes	Action	Manny
		<b>General Manager Update</b> GM Update B1 - Financial Condition and Activities B3 - Asset Protection	Information Action Action	Brian M. Brian M. Brian M.
		<b>Committee Updates</b> Finance Member Engagement Nominations	Information Information Information	Arnie Bernadette Brian P
		<b>Discussion</b> CCMA	Information	Manny
8:00pm	2	<b>Closings</b> Announcements Review Board Calendar Review Tasks & Assignments Check-in: How the meeting went	Information Information Information Information	All Admin All All

March meeting min p.2

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# Board of Directors Meeting Unapproved Minutes

Date: March 10, 2025

Convened: 6:03pm Adjourned 7:15 pm

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

Director(s) Absent: Alexandria Jang

Staff Present: Brian Munn (General Manager), Angela Borowski (Finance Controller), Nova Weatherwax (Merchandising Director)

Members and Guests Present: Members attended in person other members attending via ZOOM

Notetaker: Lizz Ortiz Meeting Facilitator: Manny Meeting Chair: Manny

## **PRELIMINARIES**

Introductions took place.

## **Agenda Review:**

Motion to approve the March agenda with the amendment to change the title of 'Closed Session' to 'Policy Governance Review' - Barbara

Additional amendment to change the Nominations committee update to be an action item - Brian P

Agenda approved

## **Tasks from previous meeting reviewed**

Tasks reviewed

## **Member Comments:**

Manny explained that the member comments that came in, thanked the security team.

Board Office Hours comments -

Zoom office hours, Barbara stated she had one member come to talk about an operational matter.

Michael M, Security company lead, came in to talk about how the transition has been since they started here at the Co-op.

## **Consent Calendar:**

Motion to approve the Consent Calendar which includes February meeting minutes - Bernadette

Second - Kelsey

Motion approved

## **GM:**

### GM Update

Brian discussed the kiosks, we have set them up down stairs. The official launch date will be April 1st. Member Focus groups will be March 19th and 20th. Emails were sent to 60 members, from diverse categories. SWOT meeting with the senior leadership team will be held on March 31st.

The front door - there was a little bit more damage than anticipated. The actual door has been ordered and may take some time to get here. There is a thought to add a barrier of some sort to keep this from happening.

Bakery - Brian is meeting with Niel, to talk about the start of the build out. Starting on March 17th.

## **Committee Updates:**

### Nominations

Motion to approve the Candidate Recommendation Process as presented in the Board packet - Barbara  
Second - Bernadette

Discussion -

Adding - in the case of 12 or more submissions a pre screening will be done by the committee prior to in person interviews

Edit to 3c - changing 63 points to 84 points

Friendly amendment to approve with the amendments discussed - Manny  
Motion Approved

### Member Engagement

February was jam packed with Member events. The first member meet up happened and attracted some community members, 7 people joined. This will continue to happen on the third Thursday of the month from 6pm - 8pm.

The other event was at the Sorjunor Truth museum

The Co-op supported members to see the CALF - 6 Co-op members came.

An event this month is a volunteer opportunity is March 27th - 3 volunteers at RCFB.

## **Action:**

### Charter Revisions

Motion to approve the Member Engagement Committee charter revision as presented in the Board packet - Bernadette  
Second - Delfina

Revision to the motion, to revise "and up to four (4) other Co-op members and or directors or not." to "and up to four (4) other Co-op members and/or directors." - Bernadette

7 approved / 1 abstain

Motion approved

## **Discussion Items:**

## **CLOSINGS: Review Board Calendar, Tasks & Assignments**

## **Announcements:**

If interested in running for the Board, submit interest by April 4th.

Happy Birthday to Brian Munn!

### Tasks/Assignments

None

## **ADJOURNED MEETING AT 7:15pm**

Motion: Barbara  
Second: Brian P  
Motion approved

Respectfully submitted by, Lizz Ortiz  
Board Administrator

	Jan. 2025	Feb. 2025	Mar. 2025	April 2025	May 2025	June 2025
<b>Board Education &amp; Development</b>	<b>Registration for CCMA: Open</b> , early bird before April 11, 2025  CBL 101 - Jan 18th 8am	Fundamentals of Interpersonal Communication Feb 19th		Explorations in Governance April 1  CBL 101 April 12th  Finance Training for Directors April 29th  Constructive Approaches to Handling Complaints about your GM April 30th	<b>Navigating the GM Compensation &amp; Evaluation Processes May 7th</b>  <b>CCMA - May 29-31, 2025</b>	
<b>Board &amp; Member Engagement Opportunities</b>		<b>Call for Board Candidates</b>  <b>Run for the Board Forum Feb 27th 6-8pm</b>  <b>Candidate Nomination forms &amp; Election Info Online</b>	<b>Member Quarterly Article &amp; Board Notes Due March</b>		<b>Member Engagement Event</b>	<b>Member Quarterly Article &amp; Board Notes Due June</b>
<b>Required Agenda/ Packet / Executive Session items</b>	<b>Patronage Refund Decision</b>  <b>Establish GM Evaluation Committee</b>	Nominations & Education Committee Plan Approvals  Election: Policy, Info Packet & Schedule Update  Preferred Shares Dividends Decision				Request for Proposal template to GM(GM compensation)  Nominations Com. To Submit Candidates For Board Approval for Ballot  Review Board Office Hours
<b>GM Limitation Monitoring Reports</b>	<b>No Reports</b>	<b>B1 – Financial Condition and Activities</b>	<b>No Reports</b>	<b>No Reports</b>	<b>B1 – Financial Condition and Activities, B3 - Asset Protection</b>	<b>No Reports</b>
<b>Co-op Community Happenings</b>		<b>Member Days February 1-28</b>			<b>Member Days May 1-31</b>	

	July 2025	August 2025	Sept. 2025	Oct. 2025	Nov. 2025	Dec. 2025
<b>Board Education &amp; Development</b>	CBL 101 Jul 19th		Explorations in Gov Sep 9	Director Orientation Finance Training Oct 14th CBL 101 Oct 18th	Retreat Nov 7th & 8th	
<b>Board &amp; Member Engagement Opportunities</b>		Annual Meeting  Member Engagement Event	Meet the Candidate Event Sept  Member Quarterly Article Due & Board Notes Due  Office Hours Sept	Call for Committee Members		Member Quarterly Article Update & Board Notes Due Dec
<b>Required Agenda/ Packet Items/ Executive Session</b>	Treasurer gives Bay area CPI to Finance Com. Chair	Board Budget (by August 31)	General Election Call for Board Officer Interest	Seat New Board Directors  Elect Board Officers  Call for Committee Chair & Member Interest  Columinate Contract	Board Committee Chair & Member Appointments	Co-op Member Committee Appointments
<b>GM Limitation Monitoring Reports</b>	B4 – Membership, B5 – Customer Experience, A – Ends & B6 – Staff Treatment and Compensation	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
<b>Co-op Community Happenings</b>		Member Days August 1-31	Farm to Fork Festival Sept		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/>