



Board of Directors Meeting Approved Minutes

Date: November 11, 2025

Convened: 5:59pm Adjourned: 7:08pm

Directors Present: Brian Pimentel, Bernadette Brogden, Kelsey Brewer, Prasanna Regmi, Alexandria Jang, Arnold Sowell, Delfina Vargas, Dave Berner

Director(s) Absent: Isabel Pares

Staff Present: Brian Munn (General Manager), Angela Borowski (Finance Controller), Nova Weatherwax (Merchandising Director), Tyler Burch (HR Director), Cristina Caylor (Operations Manager)

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

Notetaker: Lizz Ortiz Meeting Facilitator: Alex Meeting Chair: Alex

PRELIMINARIES

Introductions took place.

Agenda Review:

Motion to approve the November agenda - Bernadette

Second - Kelsey

Approved

Tasks from previous meeting reviewed

Tasks reviewed

Member Comments:

Tim Olson states he has been trying to attend Office Hours and asks if it would make sense to hold them on the floor, maybe during different times of the day or even on the weekends.

Also, he recommends someone from the staff to be there as well.

Another comment stated they attended office hours but has stated he has not heard back yet.

There were two email comments that Alex had responded to.

Bernadette states there were 3 members that came to the October office hours, and they will send out their notes to the Board soon.

Consent Calendar:

Motion to approve the Consent Calendar which includes October meeting minutes - Delfina

Second - Prasanna

Motion approved

GM:

GM Update

We have posted the job for the Finance Director; Brian spoke to the recruiter this morning. It will probably be a couple of weeks before they interview anyone looking to hire in the new year. Equal exchange, working with them more. One of the things being distribution, starting a trial with our oranges this year, so they will be taking our oranges to Briar patch. We will continue to distribute to other places but hopefully one day they will do all distribution. We are bringing on a new HR payroll system; we have had a lot of issues with Paycom, and so Tyler and his team have been working hard to move forward. Expansion update, in the beginning phase, consultants at G2G are working on the market study in early December. November is member month, closed on Thanksgiving, wine sale 19 – 21st.

B1 - Financial Condition and Activities

Motion to approve the B1 – Financial Condition and Activities as presented in the Board Packet although it is in noncompliance - Brian

Second - Delfina

Motion Approved

B3 - Asset Protection

Motion to approve the B3- Asset Protect as presented in the Board Packet - Prasanna

Second - Arnie

Motion Approved

Action Items:

Finance, MEEC, and Policy Committee Chairs

Nomination to elect Arnie to chair the Finance Committee Chair and Dave as Co-chair - Bernadette

Second - Brian

Motion approved

Nomination to elect Delfina to chair the Member Education and Engagement Committee - Brian

Second - Kelsey

Motion approved

Nomination to elect Bernadette to chair the Policy Committee - Delfina

Second - Prasanna

Motion approved

Board Director Committee Member Appointments

Motion to appoint Prasanna as a member to the Finance Committee - Brian

Second - Bernadette

Motion Approved

Motion to appoint Bernadette and Isabel as members to the Member Education and Engagement Committee - Delfina

Second - Kelsey

Motion Approved

Motion to add Isabel as a member to the Policy Committee - Brian

Second - Prasanna

Motion Approved

Motion to add Delfina as a member to the Nominations Committee - Kelsey

Second - Bernadette

Motion Approved

Motion to appoint Dave and Prasanna as members to the Elections Committee - Brian

Second - Bernadette

Motion Approved

Committee Member Appointments

Three people put their name to be on the Elections committee: Antia Yang, Nova Weatherwax and Jeanine Boyers.

Motion to appoint Anita Young, Nova Weatherwax and Jeanine Boyers to the Elections committee – Arnie

Second – Delfina

Motion Approved

Discussion Items:

Adhoc Committee

Kelsey – Arnie, Brian M and Kelsey met to discuss the formation and scope of a new committee that is focused on external relationships/partnerships/policy and the Growth/expansion of the Co-op. They do not have draft of the charter yet, but if the Board feels good about this committee, then they will move forward with having a charter by the next board meeting.

CLOSINGS: Review Board Calendar, Tasks & Assignments

Announcements:

Chairs, please review your list of people you'd like on your committee.

The Board did make online email decisions which was the Farm lease agreement and our consultant agreements utilizing Kim as consultant and Columinate in

Tasks/Assignments

1. Committee member appointments
2. Adhoc committee – Charter
3. Adhoc committee meeting
4. Surveys from consultants will be given to the BOD for review
5. Appoint a timekeeper to each meeting

ADJOURNED MEETING AT 7:08pm

Motion: Brian

Second: Kelsey

Motion approved

Respectfully submitted by,

Lizz Ortiz

Board Administrator