

Sno-Isle Food Co-op
Board of Trustee's Meeting
Date: May 1, 2023

Submitted by: Taryn Cooper

Attendance Log:

Present: B.O.T. Tye Ferrell (President), , Bruce MacCracken (Vice President), Steve Moore (Secretary), Kari Quaas (Treasurer), Ana Gregory, Christina Kilbourn, Richard Porter

G.M. Leah Scates

Absent: Stevie Wallace,

Confirmed Resignations: None

Meeting Start: 6:12 pm Hybrid Meeting in the Boardroom

Call to order

Agenda Approved Unanimously
Minutes Amended and Approved

FLOW CHART FOR THE FOLLOWING:

Nominating Committee minutes have been read:

In Packet

CEC Minutes have been read:

N/A

DEI Minutes have been read:

N/A

Exec Committee minutes have been read:

Will Email

Policies have been read: Bylaws

In Packet

Monitoring Report has been read:

- B5 - Asset Protection- The wording should be changed to say President/Secretary of the Board rather than a name. Leah informed the Board that she is still gathering the paperwork to change the authorized signers, but will change this policy to be more general.
- B5.4- The board would like to see further proof of checks and balances in the transaction process to show that no single person is making all financial decisions for the Co-op and what dollar amount would need additional oversight for check signing. Leah requested more time to review Colluminate's templates for these types of policies so that she can clarify what is already existing, as well as bring it to Policy Governance Committee to rework the policy and include all financial operations in the policy for transparency.

- B7 – Emergency Management Succession – B7.2- The Board would like to invite and include more staff members in Board meetings, including those included in the succession plan.
- B7.3- The Board would like the Co-op to have a hard copy of the succession plan in the case the servers going down.

GM Monthly Report has been read:

The Deli is the one area of the store that has not seen updates in many years. We've increased the footprint for customers as well as operational staff, and now the Deli will be the next point of investment. Ken Wallace, a Prepared Foods Specialist from NCG has said there's not often data to show that if you put money into the deli that it will improve sales, sometimes gut decisions need to be made.

Calendar Review and Discussion

- May 9th, 4:45-5:45pm – Community Engagement Committee meeting
- May 3rd, 5:30-6:30pm – Policy Governance
- May 16th, 4:00-5:00pm– DEI Committee
- May 10th, 7:00-8:00 pm – Nominating Committee meeting
- May 29th, 5:30-6:00- Finance Committee meeting
- May 29th, 6:00-6:30 – Executive Committee Meeting
- June 5th, 6:00-8:00 pm– BOT monthly meeting

GM Review

- Distribute Staff review of GM
- Schedule Executive session to finalize GM review-
- Tye moves that we have it at the end of the June meeting
- Steve seconded
- Approved unanimously

Board Review

- Due May 29th
- Steve will use the same platform used for the staff review to compile the Board Review results, Steve will coordinate with Leah and get those out
- Board members and GM should review the Board

Board Budget Review

Expansion Expenses were reduced and reallocated to other areas in the Board's budget, including training, this way the Board will be better prepared for expansion through said training.

Bruce moved to accept the new budget

Diane seconded

During discussion it was asked whether it seemed like the budget had enough room for training and travel, and it was stated that so far the Board is very under budget, and that the budget for each category is a rolling budget and can be reallocated as necessary.

Approved unanimously

Volunteer Code of Conduct review

This is a combination of the Staff Code of Conduct and a proposed Volunteer Code of Conduct created by a staff member. An example of using it would be a new member joining the Community Engagement Committee, they would read and sign the code of conduct and be held to said standard. The Volunteer COC differs from the Staff COC in that it is a bit shorter and more bare bones, the Staff COC includes more categories out of necessity. The Board agreed that they should sign it and have it added to the Board Calendar to be reviewed annually; they also think there should be a line added about understanding the COC and that if it is not followed there will be consequences, up to being asked to no longer volunteer for the Co-op.

Kari Moved to approve the code of conduct after including an acknowledgement line for a signature

Diane seconded

Steve would like to add "I will" before the bulleted points

Vote postponed until next meeting after reviewing final document

Elections: Board job description and recruiting

The Board was joined by Natalie, a member of the Nominating Committee, to see what the Board is looking for from candidates this year. They discussed the Blurb written by the Board and using it as the hook at tabling events, and those truly interested in running would be given the Board Member Job Description. Natalie mentioned NomCom's idea to add a requirement to the Bylaws to attend one meeting in order to run so that they would have a better understanding of what would be expected from them. She also gave an open invitation to Board members to join NomCom's tabling events happening every Saturday from 10am-4pm through July.

GM Reports

- Monthly Report
- Monitoring Reports

Covered in Calendar Discussion

Finances

The Co-op saw a huge jump in customer count and owners in March, while basket size stayed relatively the same. March was the highest sales month the Co-op has ever seen during a normal month, the only month higher was March 2020 during the peak of COVID panic buying. The Co-op has received confirmation from the IRS

that we have received \$500,000 via an Employee Retention Credit, and it was suggested that some of the Co-op's money be moved into CDs or something similar to accumulate interest.

Future planning next steps

The Board decided to develop a strategy for future expansion (perhaps five years), and develop a more specific vision for expansion to create interest. Some topics to address include:

- What is the mindset of our consistent shoppers?
- What needs to change and how is it sustained?
- What does expansion look like? A second store? A new larger location?
- Should this be a separate committee or involve the whole Board?
- The Co-op's need to build relationships with other co-ops and local businesses (ex. Naturopaths)
- The need to seek out grants and other opportunities for growing the Co-op's funds, advocacy for Co-ops to be eligible for SBA loans,
- What do we communicate to our owners? There are many great ideas for expansion that get funneled to our Marketing department but perhaps the Board should decide a strategy of communication for the year.

The Board acknowledged that we should know not only what shoppers are looking for at the co-op but also in the greater community and that there's a lot of opportunity to engage the community perhaps by taking a survey at the Co-op's Farmer's Market booth.

Board/Co-op insurance policy

Will discuss at the next meeting

Parking Lot / Open forum:

Questions to ask at the end of the meeting:

Updates to communicate to the member-owners?

Anything for the Decision History Log?

- Tye moves that the GM review takes place at the end of the June meeting
- Steve seconded
- Approved unanimously

Website: Any request for changes, updates, etc. from the board?

Request for next month's agenda:

- Continue discussion on Code of Conduct for the greater public
- Review final Volunteer Code of Conduct
- Discuss Future Planning during the Education portion
- Does the Board Education portion need to be 30 minutes for every meeting
- Board/Co-op insurance policy

How did we do and how can we do better?

8:09pm

Meeting Adjourned