

**MINUTES**  
**QUINCY NATURAL FOODS CO-OP BOARD OF DIRECTORS**  
**REGULAR MEETING**

March 17, 2020

**Time:** 5:00 pm Meeting called to order by Julie Hochrein, president

**Location:** Remote location due to COVID-19

**Board members present:** Julie Hochrein, Rachel Bauer, Vanessa Vasquez, Phil Sih, Gia Martynn, Chris Anderson

**Board members absent:** Diane McCombs

**Minutes taken by:** Nova Kolpin, Human Resource Manager

**Also present:** Andrea Wilson, GM, Nova Kolpin, Human Resource Manager

**Welcome guests:** Amy Napoleon, Aubry Pickerell

**Open Forum/Announcements:** (None)

**Approval of March 17, 2020 Agenda:**

Rachel motioned to approve; Chris seconded. Agenda approved

**Approval of February 18, 2020 Minutes:**

Gia motioned to approve; Chris seconded. Chris abstained. Minutes were approved with changes.

**Board Education:**

- Gia presented information about the Columinate Finance Webinar
- 4 part webinar series held every Tuesday in May (5th,12th,19th,26th) and begins at 5pm
- Andrea has signed the board up and will confirm attendance information
- The board secretary will resume scheduling of directors and employees to make presentations starting in May.

**Manager's Report:**

The general manager's report for February 2020 was discussed and the board accepted the report.

Andrea discussed the effects we are experiencing and planning for with COVID-19.

No staff meeting was held this quarter due to guidance put forth by the health department.

GM is not physically traveling to the National Co-op Grocers conference in April, but will be teleconferencing for 2 days. April 22nd-23rd.

National Co-op Grocers renewal has been signed, Andrea will submit the request for waiver on financial review.

### **Old Business:**

- **Board Self Evaluation**

Vanessa and Rachel will report on the board self evaluation during the closed session.

- **Confirm Annual Member Meeting Date**

Board discussed the impact the dates available in June have on community members and board members. Dates in consideration are June 13th or 20th. There is also consideration of using another platform in light of COVID-19. No vote was taken.

- **Board compensation**

Ad Hoc reviewed other co-ops of the same size and came up with a proposal. At this time no vote was held and the topic remains in the Ad Hoc Committee. Talks will continue with Andrea about worker member discounts.

- **Election Updates**

Vanessa gave an update. The election is live and voting is available in store and online. She is monitoring the email inbox to ensure election results are flowing in. There is no date set for counting ballots but Vanessa will communicate when that date is set.

## **New Business:**

### **● Operations Budget**

Rachel made a motion to approve the operation budget, Julie seconded.

- Met with the finance committee and reviewed different sceneries, recommended a 2% growth. The cost of a financial review would be put under another expense.
- Labor is @ 24% again. Looking at the numbers for 2019 we were under that.
- VOTE on approval of budget - all say aye, BUDGET APPROVED

### **● Capital Expenditure**

- Rachel made a motion to approve the Capital Expenditure, Phil Seconded. Approved.
- Point of Sale (POS) is highest priority
- A new compressor for QNF is more than likely needed soon
- All agreed that although budget is approved, only crucial spending will take place during COVID19 changes
- VOTE for Capital Expenditures Schedule, all in favor aye, no nays

### **● Scoop Deadline**

Phil has agreed to write about the newly elected candidates. Amber will email Phil deadline information. Nova will email Amber to notify her of this.

### **● Orientation**

Date TBD, will wait to set until the new elected members are in place.

Considerations for online platforms due to COVID-19.

### **● Board Retreat**

Traditionally the retreat is held in May. Rachel asked that board members email her if they have any ideas. Phil suggested postponing due to COVID-19.

Julie has reset the binders for new board members.

## **Committee Reports:**

- **Board Development**

February was a busy month with the election, they met on the 12th and 26th. Able to talk through the election process with Linda, Gia and Andrea. The online voting is easy. It is also easy to find and the member-owner gets an email confirmation. Next meeting TBD

- **Membership**

Next meeting TDB

- **Finance**

Met prior to board meeting today and reviewed 4th quarter numbers, talked about financial review and NCG, next meeting TBD

- **Policy**

Will meet in the next month, TBD

- **Executive**

Met march 12th, went over Workplace Survey results, will set up an online meeting with Andrea before April 14th.

- **Ad Hoc**

Worked on developing proposal for board and volunteer compensation, will set another meeting to coordinate with Membership Committee. Next meeting TBD

## **Closing:**

### **Review Decisions, Tasks, Assignments:**

- Phil will write article on elected candidates
- Vanessa will circulate potential orientation dates and will confirm after election results

**Review Board Calendar:** The board calendar was reviewed.

- Elect Board Officers
- Board retreat - TBD

- Orientation -TBD
- Annual meeting planning
- Biannual review of gm goals

**Next BOD Meeting:** April 14th, 2020 in Quincy or online

**Summary for Employee Memo**

Approved Annual Operations Budget and Capital Expenditures Schedule, reviewed COVID -19 store operations, Annual Meeting, tentatively June 13 or 20

**Closed Session:**

Closed session was held with GM and HR. Action was approved by the board.

**Adjourn Meeting:**

Rachel motioned to adjourn the meeting; Vanessa seconded. The meeting was adjourned at 6:44 pm.

**Closed Session:**

Closed session was held. No action was taken.

Note: The Human Resource Manager makes approved changes to the prior meeting's minutes and forwards the final version to the board secretary and the board president. The secretary posts the final minutes in the board Dropbox, and the Member Services Coordinator posts in the store and on the QNFC web site.