

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

May 21, 2019

Time: 5:00 pm meeting called to order by Julie Hochrein, board president

Location: Quincy Natural Foods Co-op White House

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

Board members absent:

Minutes taken by: Marcie Wilde

Also present: Andrea Wilson, GM

Welcome guests:

Open Forum/Announcements:

Approval of May 21, 2019 Agenda: Gia motioned to approve, Diane seconded. Agenda approved unanimously.

Approval of April 23, 2019 Minutes: Vanessa motioned to approve, Chris seconded. Minutes were approved unanimously.

Board Education:

- CDS Consulting Videos
 - The first video Julie shared titled “*Profit = Impact*” relates to the co-ops profit which equals impact for our community. There was discussion regarding what profit means for our co-op, and how we return that to our community.
 - The second video Julie shared titled “*Stayin Athrive*” relates to competition and challenge and how to stay thriving and moving forward in this environment.
- Calendar for Board Education
 - Rachel signed up board members for the board education section for each board meeting.
- Co-op 101, Sept 28th, Sacramento
 - Julie and Andrea talked about what Co-op 101 is and recommended that a few board members attend. Diane, Gia and Vanessa might possibly go.

Manager's Report:

The general manager's report for April 2019 was discussed and the board accepted the report.

Old Business:

- **Annual Meeting Assignments:**
 - Marcie handed out the sign-up sheet for annual meeting board jobs. There was discussion about the annual meeting details and board member expectations.
- **By-Law Final Update:**
 - **Article 2, Section 2.5** – change “*all share investment*” to “*all presently due share investment*”.
 - **Article 2, Section 2.9** – Add “*Member-owners have a right to be heard, orally or in writing. If a hearing is requested, it will occur no less than 5 days before the effective date of the expulsion or termination.*”
 - Julie motioned to approve the bylaws, Rachel seconded. The bylaws were approved with changes.
- **FRFC Staff Meeting Report, May 21st:**
 - Phil reported the staff meeting via email to all board members.

New Business:

- **QNFC Staff Meeting, June 12th 2pm:**
 - Chris will attend.
- **Fall Scoop Article, Sept. 1st:**
 - Gia will write an article.
- **Board Meeting in Portola (Sept 17th?):**
 - Andrea will look into the Portola Library location for the 9/17 meeting.
- **Board Roster, Committees, Chairpersons:**
 - Rachel shared the documents to ensure accuracy. She asked that if there is an error found to email her ASAP.

Committee Reports:

- **Board Development:**
 - Have not met. Next meeting TBA.
- **Membership:**
 - Met on May 2nd. Chris asked the board to save the date for Breakfast with the Board on November 2nd. Next meeting TBA.
- **Finance:**
 - Met on May 21st. Went over the 1st quarter bank statements. Next meeting June 26th at 4pm.

- **Policy:**
 - Has not met. Next meeting TBA.
- **Executive:**
 - Has not met. Next meeting TBA.

Closing:

- **Review Decisions, Tasks, Assignments:**
 - Julie will write an article for the next Scoop, deadline is June 1st.
 - Julie will write a report for the annual meeting, deadline May 31st.
 - Sign ups for the annual meeting were done.
 - Vanessa will share the minutes from the last FRFC staff meeting via email.
 - Bylaws will be posted on dropbox by Rachel.
 - Bylaws will post on website by Marcie.
 - Bylaws will be copied for all board members by Marcie.
- **Review Board Calendar**
- **Next BOD Meeting June 18th, Quincy**

Adjourn Meeting:

Chris motioned to adjourn the meeting, Rachel seconded. The meeting was adjourned at 6:49pm.

Closed Session: There was a closed session held. No action taken.

Note: The Member Services Coordinator 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.