

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

Sept. 24, 2019

Time: 5:02 pm Meeting called to order by Julie Hochrein, president

Location: Portola Public Library

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

Board members absent: Phil Sih

Minutes taken by: Amber Hughes

Also present: Andrea Wilson, GM

Welcome guests: James Defenbau and Mark Womack

Open Forum/Announcements:

Approval of September 24th, 2019 Agenda: Julie Hochrein motioned to approve; Rachel Bauer seconded. Agenda approved unanimously.

Approval of July 16th, 2019 Minutes: Julie Hochrein motioned to approve; Chris Anderson seconded. Minutes were approved with changes.

Board Education:

- Volunteer director:
 - Chris introduced a cheat sheet for Robert's Rules of Order. Chris then read the main motion process out loud. Diane will be the October educator.
- Reminder: Co-op 101, Sept. 28th, 2019, Sacramento:
 - Diane, Gia, and Rachel will be attending and will present their learned material at the next meeting.

Manager's Report:

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

Old Business:

- **Staff Appreciation:**
 - Vanessa asked if board members wanted to report on their experience. Rachel felt like her deliveries were highly appreciated. Rachel was happy to meet new staff. Both Diane and Julie felt it was a good experience.

- **FRFC Staff meeting:**
 - Diane attended. Diane appreciated walking through the agenda and becoming acquainted with the FRFC staff. Diane had a pleasant experience and encourages everyone to go. The next all-staff meeting will be in December.
- **All staff meeting, Sept. 11, 2019, 2:00:**

Andrea explained the details of the all staff mandatory harassment training. The harassment training was presented by QNF & FRFC Human Resources team.

New Business:

- **GM compensation:** GM Compensation Policy was updated and discussed. Rachel will put the updated policy in Dropbox
- **Breakfast with the Board:**
 - Chris suggested using Community Appreciation Day survey to set the agenda for Breakfast with the Board. Vanessa suggested each board member be stationed at their own table for Q & A. Further discussions will happen at the next board meeting to cover how to apply these plans.
- **Community Appreciation Day:**
 - Amber sent around a signup list for CAD. Details of board members' tasks were discussed.
- **Board Compensation:**
 - Gia brought up the feedback from the July meeting and got further details from Andrea. The discussion will continue with the Ad Hoc Committee. Ad Hoc committee is considering changes to current travel policy reimbursement. Gia said they will keep looking into how other co-ops handle compensation.

Committee Reports:

- **Board Development:**
 - Met Wed., Sept. 18, 2019. They discussed the Board Election Handbook and added a candidate agreement to the handbook. Board will review Handbook at the next board meeting.
- **Membership:**
 - Met and discussed membership card use. It was discussed that there will be a roll out in January 2020 that the pink membership card will be required at the register Next meeting TBA.
- **Finance:**
 - Met Aug 22, 2019, and reviewed the 2nd Q Financials bank statement. Meet again September 23, 2019. Reviewed the 2nd Q Financial GM Report.

Discussed Governance Budget. No meeting for October. A date will be set for November at the October board meeting.

▪ **Policy:**

- The Policy Committee met Sept. 4, 2019, and reviewed the GM Compensation Policy and Board Communication Policy. Minor changes were made to the GM Compensation Policy, changes to the Communication Policy are still being finalized. The next meeting has not been set yet.

▪ **Executive:**

- Met August 14, 2019, to finalize Board/GM Survey and to plan dates for GM review and contract renewal

▪ **Ad Hoc:**

- Reviewed prior board meeting questions and discussed similar board sized co-op benefits.

Closing:

▪ **Review Decisions, Tasks, Assignments:**

- Rachel requested that all directors review the bylaws before the next meeting

▪ **Review Board Calendar**

▪ **Next BOD Meeting October 15th, 2019, Quincy**

Adjourn Meeting:

Rachel motioned to adjourn the meeting; Chris seconded. The meeting was adjourned at 6:31 pm.

Closed Session: A closed session held. The board approved a one-year contract renewal with the GM with a salary and benefits package. Executive meeting dates are Sept. 30, 2019, at 3:30 and Oct. 9, 2019 at 4:30 Executive meetings are not open to member-owners.

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.