



**North Coast Cooperative  
Board of Directors  
Minutes  
November 10, 2011**

**Present at the meeting:**

**Board Members:** Board members: LoriAnn Asbury, Melanie Cunningham, Dave Feral, Tim Silva and Steve Suttell

**Staff:** Melanie Bettenhausen, David Lippman and Bella Waters

**Members:** Ray Feral

Meeting was called to order at 6 pm by Steve Suttell at the Eureka store

Ratification of officers: Melanie C. addressed the ratification of officers. Melanie stated that the board's recommendation is for Cynthia to be secretary, John to be Treasurer, Melanie will be Vice President and Steve Suttell is Chair.

**Motion:** Move to adopt officers as stated by Melanie.

Silva/Asbury

**Motion passes**

It was suggested that ratification of officers be done at the Annual Meeting and change the board terms to reflect that. Also the process for slating/nominating of candidates be included in policies.

Agenda Additions: None

Approval of the Minutes:

**Motion:** Move to approve the minutes from the meeting held September 22, 2011 with the correction of employee director election process, not role description

Feral/Silva

**Motion passes**

Member Forum: no discussion

Finance Committee: Reviewed the Finance Committee's minutes from October 18, 2011, with a focus of summarizing up the board year, orient new board members and obtain how management feels regarding financials.

**Motion:** to approve the Finance Committee's recommendation for the dividend rate for whole C shares for Q/E 12/24/11 to remain at 2.75% APR

Silva/Cunningham

**Motion passes**

Nominating Committee: discussion included:

- Melanie is working on a board of directors orientation to be held at the December meeting.
- Interest in having a handbook that would be useful for future board members.
- Hold retreat in Jan/Feb with Holly.
- Cynthia can work on the pieces of the Admin Code that speaks to the handbook.
- Jeff will be invited to attend and Bella will work on the Board Calendar portion.

Policy Task Force: Steve is interested in getting the Admin Code rewritten. He will research policies that are already available – CGIN, other co-op websites, etc. He'd like to have all members invested in the process.

continued...



Co-op Action Committee: Reviewed the history and process of Co-op Action Committee (previously known as the Co-op Affairs Committee). Remove from Agenda until needed. Chair can be nominated on an as needed basis.

Member Linkages: Discussion included:

- Membership documents are being updated and can be e-mailed to the board, if they're interested. The Board should let Melanie know if they have ideas on how to connect with members.
- Annual membership meeting debrief - overall good meeting. Tie 2012 meeting into International Year of the Cooperatives. 2013 will be NCC's 40th birthday.
- Cluster of events in February - Lexicon Sustainable Art show. Melanie will e-mail Board for next date.
- Sponsoring Local Group Label GMOs and national partners with Just Label It.
- Move to monthly newsletter might allow the Co-op to include all member comments in the newsletter so board, staff and members can view them.
- Online member comment system – Numerous advantages to an online system and possibly include member involvement as a committee that reviews member comments.

Board Chair Report: Steve said he has an open phone, open e-mail, open door policy. Phone is preferred. Committees will be designated on December 8th, so board members are encouraged to think of their preferred committee.

General Manager's Report: Discussion included:

- Fully expect health care costs to increase in the 3rd quarter. Sales will be higher in 3rd quarter.
- Purchased new oven, fryers, and frozen endcap freezers at the Safeway auction.
- Pricing Integrity Committee has been created to reestablish shopper confidence in prices. Committee is going over item by item at each store.
- Bathroom access has been changed to a keypad code. Realistically no one is being denied, but people need to ask CS for the code. Arcata also has a changing station and mirror.
- John Shelter, from North Coast Resource Center, has offered to go into both stores to conduct staff training on sensitivity training.

Strategic Plan Update: Annual report will cover the fiscal year and be completed by Marketing staff. Board will provide guidance on what should be included. Plan needs to include timeline for member involvement.

2012 Board Calendar: Provide Holly direction in what the board would like to be accomplished. David will contact Holly about potential board retreat dates in January. David and Tim will discuss the strategic planning process timeline.

Member Input on Reports: No discussion

New Business: No discussion

<p><b>Motion:</b> Adjourn open session to move into Executive Session at 8:04pm Cunningham/Silva                      <b>Motion passes</b></p>
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Next Meeting: December 8th at 6pm, Hotel Arcata

Minutes by Bella Waters