

Board of Directors Meeting Minutes

January 9, 2019

Present: Melissa Morin, Caroline Kinsman, Brent Harrison, Seth Mangold, Ceci Lopez, Margaret Gerard, Ryan Peters, Phil Buri, Randy Rydel, Cynthia Pristell, Adrienne Renz, Kris Buettner, Jean Rogers

Facilitator: Holly O'Neil

Announcements: 1/19: The Rev. Dr. Martin Luther King Jr. (MLK) Conference, followed by the MLK Unity Ball. 1/21: Co-op MLK event. 2/6: Co-op produce supplier meeting, hosted by the Farm Fund Committee.

Consent Agenda: All directors confirmed they read their packets.

General Manager (GM) Reports:

- B3.7-B3.10/E3 (Customer Service) - no comments.
- B4-B4.5/E4 (Healthy Food Access) - A director suggested discussing how we define the terms "sustainable" and "local" in Board policy. There was a suggestion for the bakery to add more non-sugar products.

Monitoring Reports: P1.2 (Governance) - no comments.

Committee Reports:

- *Board Development Committee (BDC):* A director noted that the Co-op is already on the cutting edge of food system work, and we can keep looking for ways to do more. There was a suggestion to host an event engaging with the Lummi or Nooksack Nations, or with other specific local communities.
- *Finance Committee:* An appraisal is a standard procedure related to consolidation of our bank loans.

Board Minutes: Correct the ending date of the Naturipe boycott to 2018 instead of 2019.

2019 Final Business Plan and Communication and Counsel - no comments.

Decision: Approved by consensus with the correction to the Naturipe boycott end date.

Board Chair Report: Directors will receive the Board self-evaluation link by email, to fill out by the end of the month. Dr. Haizlip will present her report from the Town Hall on Jan 15 at 3 pm in the Connections Classroom.

Annual Meeting and Party (AMP) 2019, March 30, 5 pm: The theme is Bellingham Public School's Good Food Promise. Chef Patrick Durgan will present on access to healthy food in the schools. Adrienne will give a Co-op update and Board candidates will introduce themselves. Live music by the Atlantics will end the night, following the Dorky Dancing Fitness group. We will alternate community groups and vendor tables downstairs.

January 31 Board Member Engagement Event: Children of the Setting Sun Productions from Lummi Nation will present The Salmon Nation Story, film trailer and discussion. We started our event promotion with direct invitations to broaden community engagement.

Board Scheduling: For the October Board event, the BDC is planning to host a "pitch night" to engage with young entrepreneurs and students. People would present proposals for community projects, innovative products, or a theme-based project (ex: cooperatives). May might be a better month than April for the spring retreat since April is the first Board meeting for new directors and includes many business items.

Confirmed Board dates:

- Spring Board retreat: May 4, (April 27 is the back-up date).
- Fall Board retreat: November 9
- Fall Board member engagement event: October 24
- 2020 Annual Meeting and Party: March 24

Local Food System Development Policy (B2): Margaret opened a discussion about increasing the amount of local produce the Co-op sells and improving profit margins for farmers. She is not selling produce to the Co-op this year to avoid any potential conflict of interest associated with her suggestions. She also recommended that the Board further define the terms "local" and "sustainable."

Considerations:

- The Whatcom Food Network and other community partners are working to make improvements in the local food system, and this could be included in the B2 monitoring report.

- There are many factors to consider when buying from local farms, and it can be difficult to keep a balance between our various strategic goals of local food systems, food access, and equity, diversity and inclusion.
- There is a wide spectrum of local food and not all of it may be sustainable.
- We have a five-county definition for local products (Whatcom, Skagit, Island, San Juan, and Snohomish).

Suggestions:

- Clarify definitions for “sustainable, local, and organic” in Board policy.
- Consider how we can support the success of local growers.
- Though margin is operational, it might help to see it specifically stated in the monitoring report for context.
- Consider labels for domestic fair trade products in the stores.
- Include goals in our policies to increase the amount of local produce at the Co-op.
- Keep the Board’s focus on the Co-op’s strategic goals.
- Assure that our B policy expectations are measurable for monitoring purposes.
- Consider using the member-owner survey to get a better sense of member-owner priorities (local, organic, non-GMO, etc.), and how members define sustainable food.

Decisions:

- The GM will consider these points when writing the B2 monitoring report in 2019.
- In the future, the Board may review how to stay current on operational definitions of local and sustainable.

Board Work Priorities: The Board reviewed goals from the fall retreat, in considering 2019 priorities:

Finance: Develop a comprehensive plan for profitability.

Member Affairs Committee (MAC): Re-vision the MAC grant program and Cooperator Award process.

Strategic Planning Committee (SPC): Finalize Equity, Diversity and Inclusion (EDI) policies.

Board Development Committee (BDC): Work on an emergency response communication protocol. Refine the Board self-evaluation. Look at the Board’s structure related to building diversity. Work on the Board recruitment process to meet EDI goals. Create a succession plan for the Board Chair and Vice Chair positions.

Executive Committee: Define the GM compensation scale and review the GM evaluation.

Considerations:

- Operations is implementing an “intercultural development inventory” (IDI) to measure progress on EDI goals. Leadership development for managers is included in the training options from Seward Co-op and we could use their inventory and rating systems.
- There are now staff Co-op Culture Cafés that cover various EDI topics. Directors are welcome to attend.

Suggestions:

- Allow agenda time for in-depth discussions at Board meetings.
- Survey the Board to prioritize this year’s work.
- Formally define the reason for our Equity, Diversity, and Inclusion (EDI) policies.
- Define a process for grievances related to the Board.
- Work on better distributing Board work and responsibilities.
- Consider how to build a strong Board and GM relationship.
- Define an Ends policy and monitoring metrics for EDI work and local food.
- Look at how other co-ops integrate EDI into policies and monitoring.
- Include being EDI ambassadors as part of the Board’s role.
- Provide written information about events and details in the meeting packets, rather than on the agenda.
- Make sure the Board is aware of opportunities to participate in IDI or EDI activities at the Co-op.

Closing: The group enjoyed having time to discuss important topics, and it would be great to have this space on future agendas. Email polls, surveys, or Doodle might be options for dealing with logistical decisions.

Next Co-op Board of Directors meeting: February 13 in the Connections Building Classroom.

The meeting ended at 9:07 pm

These minutes have not been approved by the Board