

**Board of Directors Meeting Minutes**  
**December 9, 2020, 6:00 pm (teleconference)**

**Present:** Ryan Peters, Margaret Gerard, Randy Rydel, Laura Weiss, Alex Chose, TQ Nguyen, Adrienne Renz, Jean Rogers

**Absent:** Ceci Lopez, Melissa Morin, Terrance Morris, Alex Chose

**Facilitator:** Holly O'Neil

<b>Topic</b>	<b>Key points</b>	<b>Outcome</b>
<b>Consent Agenda</b>	<p>All directors present confirmed they read the Board packet.</p> <ul style="list-style-type: none"> <li>• Board minutes: 11/11/2020 – no comments</li> <li>• Finance committee minutes: 11/18/20 – no comments</li> <li>• Member Affairs (MAC) minutes: 11/18/20 – no comments</li> <li>• Board Development (BDC) minutes: 11/24/20 – no comments</li> <li>• Fall Retreat minutes (<i>confidential</i>) 11/11/20 - no comments</li> </ul>	Approved by consensus
<b>Proposal to Suspend the Inventory Count Observation</b>	<p>Finance Manager Jon Edholm proposed suspending the 2020 inventory count observation by Larson Gross for the following reasons:</p> <ul style="list-style-type: none"> <li>• The observation adds potential exposure to COVID-19 for all concerned</li> <li>• Inventory will be over two days due to a new inventory service</li> <li>• We do not anticipate engaging Larson Gross for a 2020 audit (we will still engage Larson Gross to conduct the annual financial review)</li> <li>• The Board can still call for an audit</li> <li>• Suspending the inventory count observation would save money</li> </ul>	Approved by consensus
<b>GM Report</b>	<ul style="list-style-type: none"> <li>• General Manager Adrienne Renz will update the Board when WECU has firm information for our PPP loan (estimated at around 86% forgiveness)</li> <li>• Online holiday orders were a major success. We offered many options for turkeys and sold all of them. The wine sale was also a great success</li> <li>• There is a focus on regaining sales, especially at the downtown store.</li> <li>• Given the financial impact of the pandemic, it's important to offer what people need (size, price etc.), to support our community AND our Co-op</li> <li>• National Co-op Grocers (NCG) will send a report on curbside pickup programs. Our curbside program equates to adding a third, online store</li> </ul>	--
<b>Board Chair Report</b>	<ul style="list-style-type: none"> <li>• Contact Ryan if you are interested in the Board trainings with Columinate</li> <li>• Coming soon: a brief survey on using Boardable (new Board site)</li> <li>• Annual work plan: At the January 13 meeting, the Board will set 2021 goals that support progress and accomplishment. Directors could choose to pick one main priority such as the Strategic Plan, versus many smaller goals</li> </ul>	--
<b>Board Candidate Recruitment and Nomination Process</b>	<ul style="list-style-type: none"> <li>• Application deadline: January 18, 2021</li> <li>• Candidate nomination meeting (executive session): January 20, 6 pm</li> <li>• The Board Development Committee (BDC) analyzed a Board profile survey and started a list of potential candidates, prioritizing the following:: <ul style="list-style-type: none"> <li>○ Ability to think at a holistic/systems level</li> <li>○ Understanding of community capital – an area currently getting notice, and a gap for our current Board group</li> <li>○ Ready and open to Board work on equity, diversity and inclusion</li> </ul> </li> <li>• The Board can consider candidates with other qualities listed in the survey</li> <li>• Candidate suggestions from directors are encouraged</li> <li>• For next year, the BDC will review and update the profile grid survey</li> </ul>	--
<b>Annual Meeting 2021</b>	<p>Focus: Economic resilience and connecting member-owners with their Co-op</p> <ul style="list-style-type: none"> <li>• Feature a video by a great speaker on how to build a strong cooperative economy. Share the video and cost with other area co-ops. <ul style="list-style-type: none"> <li>○ Ryan Peters will contact John Steinman, author of "Grocery Story"</li> </ul> </li> <li>• See if the presenter could attend for a live Q&amp;A session. Hold the Q&amp;A at the end of the meeting, to avoid cutting off people who have questions</li> </ul>	--

	<ul style="list-style-type: none"> <li>Promote the meeting as a time for people to sit down and have dinner with us (Board and Co-op hosts, General Manager's update on the Co-op, featured guest/Q&amp;A, introduction with music/slides and a fun, live poll)</li> </ul>	
<b>Adjournment</b>	The meeting concluded at 7:05 pm	--

*These minutes have been approved by the Board of Directors.*

**Next Meeting – Wednesday, January 13 at 6:00 pm (teleconference – “doors” open at 5:45 PM)**