



August 26, 2015 Board Meeting, 7:00 pm, North Coast Food Web office, 577-18th St, Astoria

Present: Allie Evans,, Brad Hill, Beth La Fleur, Matt Stanley, Angela Sidlo, Danny Rasmussen, Norma Hernandez, Andrea Larson-Perez

Absent: Libby Lawrence (excused)

Public present: None

Call to order: Allie called the meeting to order.

Board Comment: Allie informed the Board that **Hilary has resigned** from the Board. She is finding it increasingly difficult to fully commit to the position due to other responsibilities. We are very sad to see her leave the Board and hope she will consider a Board position again in the future. That said, we have a Board position open and please be on the lookout for a candidate to fill Hilary's spot.

There was a brief discussion on what constitutes an **"excused absence"** from meetings and whether there should be a requirement of sorts to attend no less than 75% of yearly meetings before one should voluntarily step down due to absences. This would mean that to be an "excused" absence means the person gives notification of an absence in advance of the Board meeting, and misses no more than 3 meetings per year. At that point, a review of the Board member commitment is warranted. This sounded reasonable to the Board. We will need full board participation and commitment in the next couple of years and every position and every meeting are important to the Co-op entity and membership.

Matt discussed a member/owner who has concerns about **Country of Origin** labelling or lack thereof, on our bulk aisle. He will investigate how much labor and cost it will add to include Country of Origin on the bulk labels. It was also encouraged to post a sign of sorts in the bulk aisle reminding owners that staff is always available to answer any questions about a product, and to perhaps add this reminder into the newsletter and on the website.

Beth asked about coffee sale items, specifically **decaf coffee** beans, prompted by concerns of an owner. Matt said decaf beans are always more expensive than caffeinated beans and he is doing as many sale prices as possible on the beans we currently carry. He will continue to look into this issue. He reminded the Board that the best deal would be to buy a 5 pound bag when decaf goes on sale, in order to receive the "case" 10% off price off of the sale price.

Allie asked about the **GMO** potential list and the sale product lists put out by the National Co-op Grocers (NCG). This is in follow-up to a previous Board discussion a few months back. How does the Co-op handle the GMO issue? The Co-op product guidelines do not include a strick "non-GMO"

only approach. This issue continues to be one to monitor and assure owners to ask questions about products if they are unclear as to GMOs in a product.

Allie asked for one of us to step in as **Treasurer** now that Hilary has resigned. Brad volunteered. Beth approved the motion, Norma seconded, all approved.

Allie discussed the need for a Co-op policy as it relates to **maternity and parental leave**. Holly O'Neil also recommended we do this. We need approval for an executive committee to review a policy proposal. The executive committee will be the officers: Allie, Norma, Beth, Brad. Angela approved the motion to have a policy, Andrea seconded, all approved. Matt and Allie will bring more information to the Board at the next meeting.

Executive Session: The Board went into Executive Session to discuss information relating to maternity and parental leave and the federal and state Family and Medical Leave Acts.

Logistics: The next Board meeting will be **September 24**, 7 pm at the new location of the North Coast Food Web, 577 18th Street. October 22 will be October Board meeting. Then November 17, December 15, and tentatively, January 26. The next "meet and greet" will be Tuesday September 8th, from 4-6 pm with Brad and Andrea. Beth and Allie will do the October 13 meet and greet.

Matt asked for newer pictures for Yelp.

Minutes: Beth asked for a motion to approve July 30, 2015 Board minutes. Norma made the motion to approve and Danny seconded, and all approved.

Manager's Report: Matt reviewed the **August 2015 Manager's Report**. Brad asked if there is a correlation to the new signage and the increase in sales. Matt said it is not definitive, but he believes it is a result of many factors, including signage, pricing, weather, visitation to the coast, etc. Allie asked about the cost of food containers. That is a difficult cost to drive down. Matt said we are looking good financially and August is up 17% over last year. We continue to build cash. At the next meeting we will look at quartiles. We continue to build cash while also paying down principle on loans. Because of last month's insurance discussion, we are now also insured for flood and earthquake for an extra \$1,400 per year

The Board next looked at **Expansion** work. Matt reminded that the expansion information in the packet is based on 1993 dollars. Matt reviewed his recent discussion with the Development Co-op (DC). They were a bit surprised by our leap from feasibility to real project potential. Matt reviewed the draft of a full **Development Co-op Agreement**. It was asked what happens if a specific site doesn't work out, or what if a particular developer we may work with just can't provide what we need? If this is the case, the DC will "pause" the contract. Our previous \$15,000 contract for feasibility will roll into this Development Agreement. There are clauses in the agreement whereby we can cancel it if need be. Most obvious is the condition that we have 24 months to secure a purchase agreement, and 36 months to secure financing. This Development Agreement cost does not show up as debt or loan.

Beth expressed concern as to whether signing this locks us into a site that might not work out due to developer or site constraints. Should we settle on a site prior to signing so we don't spend money on an agreement for a site that we might find out is too contained to be viable? Matt discussed how this is bit of a chicken and egg situation, but by signing the Agreement, it allows us to move forward at \$2,000/month cost. Angela expressed concern about getting into this and finding that in 10 years or less that we scaled back too much and "compromised" scale too much due to site limitation. The DC will work out a timeline with Matt most likely in October in Seattle.

Norma motioned to approve signing the Development Agreement with the Development Co-op. Brad seconded, all approved.

Meeting adjourned at 8:56p.m.

Respectfully submitted,

Beth La Fleur, Board Secretary