



June 18, 2015 Board Meeting, 7:00 pm, Hotel Elliot meeting room, 12th Street, Astoria

Present: Allie Evans, Hilary Herman, Beth La Fleur, Matt Stanley, Angela Sidlo, Danny Rasmussen, Libby Lawrence, Norma Hernandez, Brad Hill

Absent: Andrea Larson-Perez (excused)

Public present: Robert Stang

Call to order: Allie called the meeting to order.

Public Comment: Matt introduced Robert Stang to the Board. Robert discussed his background in real estate and development and 50 years of experience. Locally, he helped create the Friends of the Armory and worked with Craft3 to finance the purchase of the Armory. He believes the basement level of the Armory to be approximately 17,000 square feet with 12'-14' ceilings and thinks it would be a good location to relocate the Co-op. This level faces Duane Street and has four blocked-up windows and one garage door. He recently met with Brett Estes, City Manager, sent a letter to the City Council, sent a letter to the Friends of the Armory Board, and posted a letter on his Facebook page which suggests how and why the Armory building could work for the Co-op. Robert believes that for \$125,000, the Co-op could have a fully fitted out space with infrastructure in place. Libby asked if the infrastructure is as old as the building, to which he replied, for the most part, yes it is. HVAC was installed by the Columbia River Maritime Museum (most recent occupant) for storage. The building needs some maintenance but he believes it is a great deal and could be a great partnership and best economic deal in town. He stated he helped Matt negotiate the Co-op's current lease 7 years ago and he currently has a member-loan with the Co-op. He has been in Astoria for 10 years.

Matt thanked him for his interest in the Co-op's future planning and iterated that though he brings up an interesting site, we do have a site selection process in place. It is important to follow the process and not get the cart before the horse. It's also important to be sure we have the foundation in place before going forward.

Allie reiterated that matt will be the spokesperson for the Co-op, and that though the Co-op has many voices within it, Matt will be the one voice who unifies and speaks for the Co-op.

Robert agreed and stated that in his letters, he has included that he does not represent the Co-op and that he is just a man with an idea. He strongly advocates for a committee and not exclude discussion.

Allie stated that though the Co-op has over 3,000 owner/members, we need to be sure that in public forums, there is a fine line between opinion and representation and if this is unclear to the membership, it can cause confusion and potentially undermine the last two years of communication and strategic planning that we have been doing. Matt added that this is what has happened with the Facebook post of the letter. Matt has received a couple of phone calls from owner/members about it.

Robert assured him that the letter says that he doesn't have any authority. Matt says that nonetheless, it can still be confusing to owners. Robert agreed and stated that we as the Board are elected, and as such are the front lines. He apologized for our discomfort.

Allie thanked him for coming and assured him he has a voice, and to email the board or speak during the public comment time at our meetings, but let Matt be the voice of the Co-op. Matt added he will inform the Development Council of this site next month when they are in town. A brief discussion followed on the positives and negatives of moving ahead into the development process of an expanded store in partnership with another for- or non-profit group, including the ways such a well-intentioned partnership can go sideways in the short term and long term.

Logistics: The next Board meeting will be July 30th, 7 pm at the new location of the North Coast Food Web, 577 18th Street. After that, the following meetings will be August 27th and September 24, at 7 pm, 577 18th Street.

Matt stated that the Co-op has been paying \$100/month for use of the basement meeting space at the Elliot. It has been handy to have for reviews and interviews, though it has a few drawbacks.

Allie asked about the meet-and-greets. Angela and Libby did the first one and described it as a fun event and they sold a lot of dip. Beyond that, there wasn't much inquiry of them as Board members. Danny suggested that regularity (ie "every second Tuesday with the Board") would be helpful in creating a more meaningful event. Beth agreed that it is important to make the time and communication opportunity available, even if no one ever shows. "Chat with Matt" and "Demo with Dan" were suggested for future events. Additional signage was suggested: "Ask a Board Member". Matt likes the idea. Beth and Brad volunteered for July 14th, 4-6 pm. Allie and Hilary will do the August 11 event.

The Board discussed Board positions and the continuing development of a Treasurer role with which the Board would feel comfortable. At issue is whether the Treasurer should be the one to present the monthly financials to the Board, or is it sufficient to have Matt present them and have a full Board discussion of them. Our CPA regularly checks for irregularities and Matt has been doing a fine job of reviewing the financials with the Board and increasing financial report literacy. He will continue to look into more financial education opportunities for the Board.

Allie will remain President, Norma will remain Vice President, Hilary will remain Treasurer, and Beth will remain Secretary. No positions were contested.

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

Matt reviewed the **Beans for Bags** program. It is proving very popular. Currently we have two "food-oriented" participant recipients: North Coast Food Web and the Clatsop Community Action. We have a couple of nonprofits who would like to participate: CASA (Court-Appointed Special Advocates) and Clatsop Animal Assistance, and Camp Kiwanilong. All agreed that they are all worthy organizations. Beth mentioned that this is a new program of ours, and in response to the question "in what way will your organization provide public recognition of the Co-op's donation", CASA provided the most information and casts the broadest net in terms of getting the word out about this new program. The Board supported CASA for the third participant until the end of the quarter, September 2015. Camp Kiwanilong and Clatsop Animal Assistance will remain as applicants for the third quarter slots. Brad asked about what we do with expired dog and cat food. Matt indicated that it is very rare for the Co-op to have that situation but in that situation, it is given to the Food Bank to be given to those families who have pets.

Matt reviewed the upcoming site visit (later in July) by the Development Council representative, P.J. Hofman. Matt and P.J. will look at prospective sites and review next steps. All possibilities will be reviewed, including new construction and renovation. Our current lease is up in 2018. Brad asked if the Development Council could do an ad hoc meeting with the Board while they are here. Matt will look into that.

Manager's Report: Matt reviewed the June 2015 Manager's Report. There will be a few staff changes, including a few maternity leaves in the next quarter or so, but all will be well. We have a few new employees since our last meeting. Norma mentioned, and all agreed, that we have a wonderful staff and we are fortunate to have such great employees.

The Board reviewed the financials. The capital expenses don't show up on the Profit/Loss (Income Statement) page. Capital expenses show up on the Balance Sheet. This is the same with the member equity number. Personnel is looking

good at 22.71%. The new Grocery Manager position will push it probably close to 24% but this position is necessary so that Matt can delegate some of his current responsibilities and make room for new ones that will come with the expansion.

Sales this year were up 20% from June 2014.

Meeting adjourned at 9:04 p.m.

Respectfully submitted,

Beth La Fleur, Board Secretary