



## **Minutes Board of Directors Meeting June 20, 2024, 6 – 8:30 PM**

**Present:** Ike Nwankwo, Jennifern Falknor, Jim Hutcheon, Ruth Brownstein, Jeni O'Connor

**Other Members Present:** Trudy Springer, Anch Bergeson, Kitty Kopplemen, Bradley Naragon

**Facilitation:** Jim Hutcheon

**Notes:** Miles Batchelder

### **Agenda Review**

Andie had been scheduled to facilitate this meeting; in her absence, Jim offered to facilitate.

There were no changes to the agenda.

### **Announcements**

Jim announced that we now have a parking pass for the Governor's Hotel Parking Garage, with a sign out, in the main office.

### **Member Comment**

Trudy Springer suggested that it would be helpful if there were member comments at the end of the meeting in addition to at the beginning.

Trudy wanted to recognize Linda Meyers for her important role in oversight of the Co-op's finances in the past.

Trudy also reported that the Port Blakely Timber Company had recently given 125 acres of tide-flats and 2 miles of shoreline to the Squaxin Island Tribe.

### **Previous Commitments**

- Jim will send out an email link for the Center for Dispute Resolution's Monday night coaching sessions. Done.

- Harry will reach out to Jeff and Christy Berland and try to get them to come back as working members. Deferred.
- Jim will talk to the Governor's Hotel and reduce our rental from 3 parking spots to just one spot, and ask for a placard. Done.
- Jim will arrange additional Exit interviews with Linda and Kate. They both declined.
- Jim and Ike will work on a proposal about initiating an expansion fund for next meeting. Done

### **Eastside Remodel Update**

Bradley and Kitty update the board on progress with the eastside remodel project. Overall, the project is designed to provide additional retail and warehouse space, more parking, new public and staff bathrooms, a staff break room, new office spaces, new freezer and cooler. The warehouse would increase from its current 3100 to 4700 square feet. The retail space would increase from 5000 to 7000 square feet.

It is enormously complex, with many details dependent upon a pre-submission meeting with the City of Olympia, and specifically what can be done by combining the two lots and what the City will require for upgrades along Lansdale.

At this time, they are seeking Board consent on the overall plan, with most details to be worked out as the process moves forward. These same documents were presented to the Collective Meetings and were consented to.

The details of what goes where, how spaces are utilized, will be figured out as the process proceeds. At this time, we need to find out if the City will allow what we are proposing, and what conditions or adjustments might be required.

Ike made a strong case for prioritizing retail space, and for planning now for future upgrades, such as a second floor. He asked that consideration be given to this and that a second-floor addition be considered.

The question of disruption to business was also discussed. It is a very complex set of moving pieces. We won't have a solid answer of how this all comes together in terms of sequencing, until after the meeting with the city.

It is important to see the big picture, some pieces of the project may make sense to do together, while other things must be done piecemeal. There is the option of closing down for a couple of days. The contractor that did the deli kitchen remodel, the westside kitchen remodel, and the eastside floor was very helpful in keeping things flowing in the store during construction.

Kitty asked the Board for their consent on three proposals. First to adopt the vision of the project as presented. Second, to figure out how to pay for it, and third, to take the steps necessary to begin to make it happen. She pointed out that the staff is supported and excited about the project.

Ike offered that his consent is conditioned on two things: that something be done about the façade of the building to make it look more attractive and welcoming, and that more retail space be created. He favors a bigger, bolder plan. Kitty invited Ike to the next meeting with the architect.

**Proposal One:** To adopt the general overall vision of the remodel project as described in the proposal documents.

**Stand Aside:** 0

**Blocks:** 0

**Consent:** 5

**CONSENT**

Proposal Two: Develop a financing plan for the project

**Stand Aside:** 0

**Blocks:** 0

**Consent:** 5

**CONSENT**

**Proposal Three:** Work toward implementation of the remodel project

**Stand Aside:** 0

**Blocks:** 0

**Consent:** 5

**CONSENT**

## **DEI CAT Purpose and Job Description**

Kitty presented 2023 OUTLINE FOR THE CO-OP'S DEI (Diversity, Equity, and Inclusion) WORK and the Coordination Action Team's (CAT) Job Description that were both consented to by the staff collective last fall. The team has been working the last several months developing training materials.

Staff are seeking the support of the Board and requesting the Board adopt these values and vision. They are proposing the Board adopt the Outline for consistency and solidarity throughout the organization.

The Board discussed ways of supporting the staff's DEI efforts (e.g. publishing articles, examination of policies, appointing a board member to work with the CAT), and asked that training be extended beyond Collective and Flex staff.

**Proposal:** To adopt the 2023 OUTLINE FOR THE CO-OP'S DEI (Diversity, Equity, and Inclusion) WORK

**Blocks:** 0

**Stand Aside:** 0

**Consent:** 5

**CONSENT**

## **Expansion Proposals**

The Expansion Committee of the Board was put on hold last year. With the proposal to expand the Eastside, it is time to reactivate the committee to help with that work.

**Proposal:** To reactivate the Expansion Committee of the Board

**Blocks:** 0

**Stand Aside:** 0

**Consent:** 5

**CONSENT**

There will be a lot of financial work to do to support expansion, including starting a Capital Campaign. The first steps toward that are the activation of a Capital

Campaign Committee and to establish an expansion fund, including a line in the budget for expansion funds.

**Proposal:** To reactivate the Capital Campaign Committee of the Board and establish an expansion fund

**Block: 0**

**Stand Aside: 0**

**Consent: 5**

**CONSENT**

### **Squaxin Island Tribe Land Back Proposal**

The Board opened discussion about the land back proposal brought to them last month by long-time member and former board member Trudy Springer.

Jim invited Trudy to join the discussion. The extent of direct contact with the Squaxin Island Tribal Council was considered, as was the importance of respectful communication with Tribal Council going forward.

The point was made that to take such an action would require a vote of the membership pursuant to the Co-op Bylaw: III.14 **DISPOSAL OF ASSETS** *The Board may not dispose of all or substantially all of the Cooperative's assets without prior approval of two-thirds of the active members.*

To fully explore the idea, the board also recognized the need to use the DEI lens that is currently being developed as outlined earlier in this meeting.

Various alternatives were discussed, and it was emphasized that at this time the board is not considering the relative pros and cons of different approaches to this question.

After much discussion, Jim suggested the Advocacy Committee take a look at the proposal and come up with some ideas how to respond, making sure to incorporate the DEI CAT and their work into the process.

The Proposal will be sent to the Advocacy Committee for further investigation and consideration.

## **Staff & Committee Reports:**

### **The Member Relations Committee:**

Ike and Jennifern met and discussed open board positions.

Several points were raised in subsequent discussion: The board will need to consent formally on the number of open positions to be filled, but for now consider it to be 3; application dates need to be set; the application may need to be edited; consider a better tag phrase than “jump on board”; need to improve catering for Annual Meeting over last year, perhaps another co-op such as blue moon.

The Annual Meeting will be Saturday, November 9, 2024 from 10 to 2

### **Board Development Committee**

The committee met the day before this meeting. Discussion was focused on creating a Board Member Evaluation’s process, and planning for upcoming Board Retreats.

### **Board Staff Relations Task Force**

The Task Force met just before Listening Circles on June 30. They will be meeting next week to come up with next steps.

### **Finance Committee of the Board and Finance CAT**

Both the Committee and the CAT support looking at all funding opportunities to pay for the Eastside remodel. They believe the membership should be engaged by voting on some of the projected improvements.

### **Collective Staff Meetings**

Jeni offered a brief overview of the most recent Collective Meetings, including firings and hirings, renegotiation of some Flex Staff policies. Discussion of the Personnel changes were deferred to Executive Session.

All staff training with Kath Fromme – a lot of information on Navigating Change. Was really useful and enjoyed it a lot

### **Approval of May Meeting Minutes**

Approval of the May Meeting Minutes is deferred until the July meeting.

### **Commitments Review**

- The Advocacy Committee will take up consideration of the Squaxin Island Tribe Land Back Proposal

- Jim will test for interest in serving on the Finance committee and Expansion committee
- Miles will remove Ike's name from all but the Expansion and Member Relations Committees.

### **Meeting Evaluation & Next Facilitators**

Jenifern will facilitate the July meeting

### **Executive Session**

The Board entered Executive Session at 8:18 pm