



Minutes
Board of Directors Meeting
August 15, 6 – 8:30 PM

Present: Ruth Brownstein, Harry Levine, Dave Toler, Jennifern Falknor, Andie Giron (remote online)

Other Members Present: Anch Bergeson, Jeni O'Connor, Trudy Springer

Facilitation: Harry

Notes: Miles Batchelder

Agenda Review

The appointment of Anch to the board will be switched with a discussion of the Budget process.

Harry would like to add 10 minutes to discuss the *Table Article*.

Announcements

Harry announces passing the torch of Staff Representative on the Board of Directors to Jeni O'Connor as of next meeting.

Statement of Purpose

The purpose of the cooperative is to contribute to the health and well-being of people by providing wholesome foods and other goods and services accessible to all through a locally oriented, collectively managed, not-for-profit cooperative organization that relies on consensus decision making. We strive to make human

effects on the earth and its inhabitants positive and renewing and encourage economic and social justice. Our goals are to:

- Provide information about food
- Make good food accessible to more people
- Support efforts to increase democratic process
- Support efforts to foster a socially and economically egalitarian society
- Provide information about collective process and consensus decision making
- Support local production
- See to the long-term health of the business
- Assist in the development of local community resources
- Foster Diversity, Equity, and Inclusion

Land Acknowledgement

We are going to start the meeting today by taking a moment to honor the land and the people whose ancestors have been stewards of this unceded land since time immemorial. We acknowledge the contemporary communities of Squaxin Island, Nisqually and all the people of the Medicine Creek Treaty.

Member Comment

Rita Robison, a long-time coop member, came to share her concerns that the parking Lot at the east side is very unsafe. She shared a recent incident where she almost hit someone. She feels the Co-op needs to hire a professional parking expert and post signs that warn drivers about the presence of pedestrians.

She would like a response from someone. Jeni will pass her comments on to facilities.

Previous Commitments

- Miles will send Trudy Springer's Land Back proposal to Luke. Done.
- Harry will look into setting up the round-up option at the registers so customers have to select NOT to donate at the beginning of their transaction. This is not a capability of our current POS system
- Jenifern, Ruth, and Andi will work together to write something to submit to publicize World Central Kitchen. Still in progress
- They will prepare a second statement to condemn the genocide in Gaza which will be submitted to staff for consent. Still in progress

- Harry will talk to POS about adding donation prompts from the World Central Kitchen.
- Harry will take care of getting the prompt added soon as reasonably possible.
- Harry will put the Cooperatives of Olympia sign up in the downtown office window. Done
- Harry will share Dave's Proposal for Resiliency Hub with staff. Has not yet done so.
- Harry will let Erin know that Jennifern Falknor is the new board representative on the standing Hiring Committee. Done
- Jeni and Jim will put some thought and effort into finding someone to help Ruby with the Board and Staff gathering in September. She has the support of Alejandro.

Appointment of Anch Bergeson to the Board of Directors

Anch was invited to make any statement she wished at this point in the meeting. The Board will act on this proposal during Executive Session.

Anch shared her interest in becoming a member of the OFC Board of Directors, and why she has been attending meetings recently. She has been a Co-op member since the 90s and an active arts and education volunteer in the Olympia community.

Anch studied at Evergreen before taking a job with the Department of Ecology and raising a family. Now it is a different season of life and she is interested in becoming an active volunteer. She has long been interested (geeky, was her word) about Co-ops. At the core is food, but also for the meaningful jobs, community, and culture they support.

Anch said she gets a good feeling about this board and sees it as very well run, but realizes no board is perfect. She would be honored to be part of it.

The question of how long an appointment was raised, and how long Anch was willing and prepared to serve. It was suggested that to balance the numbers and Board member turnover, should Anch be appointed it ought to be through 2025. Anch feels the timeframe is good.

Anch was asked about her familiarity and experience working with the consent process and how are you with it? Anch feels she would like more training with the process as it is done here. There is training for new board members after each election which includes consensus and organizational structure.

Budget Process and Goals

Mo Tobin presented a memo from the Labor and Finance CATs: 2024 Budget Process and Timeline, for Operating Budget 2025. This is the same document presented to staff in the last couple months. It reviews the ongoing budget process goals consented to and in use since 2015, outlines who does what to develop a draft budget, and a timeline concluding with the Board of Directors final consent of the Annual Operating Budget.

The Labor and Finance CATs are seeking Board consent on the following:

Overall Budget Goals 2025

1. Balancing expansion financing plan with labor budget
2. Maintain at least \$750,000 cash at end of year
3. Create a positive profit goal that includes lotsa capital expenditures, loan payments in cash flow. Dovetail with financing plan
4. Create a labor budget that is less than 26% labor expenditure as a % of total sales
5. Create a labor budget that includes a wage increase at least to offset cost of living increases and maintains or exceeds current benefit coverage

The Board's deadline for proposing their 2025 expenses is August 30.

Proposal: The Board Consents to the Five 2025 Budget Goals presented

Blocks: 0

Stand Aside: 0

Consent: 5

CONSENT

Elections Process and Annual Meeting

The Board of Directors Elections process is coordinated by an elections task force made up of the Board coordinator, a board member, and staff involved in outreach. Mo has printed promotional and application materials, but now needs help soliciting members to Run for the Board.

Jennifern and Ruth will do tabling in coming weeks to solicit applications for Board membership. Alejandro and Pat will support the process at the store. All Board members are invited to do tabling and to contact Alejandro.

Applications will be due by September 15, which is in the next 30 days. If Anch is appointed to an open seat, there will be 3 seats to fill.

The Meeting will be November 9 from 11 - 2 at the Olympia Center. The theme this year is Community Partnerships. Dave, as the CoSound Representative for the OFC, offered to make a presentation on the Resiliency Hub Proposal. Notice of the Annual meeting must be sent to members, in print and digitally.

Member Relations will set the agenda. The ideas include:

- Board report
- Financial Report
- Expansion
- Capital campaign
- Local Farm program

Table Articles on Gaza

The plan is to delay publication of the articles until the Winter issue and coordinate a process with Board Making a statement while giving staff a chance to consider whether the Articles need to be formally consented to prior to publication.

November 5th is the deadline for submissions for the winter issue. There are two board meetings between now and then

The Advocacy Committee will come up with a process.

Board Retreat October 12, 2024

The Board Retreat is scheduled for October 12. The focus will be on strategic planning. Harry will consider facilitating a planning session for the board. There are several options for spaces.

Miles will let IKE now about the board retreat date and schedule.

FEMS Donation Request for Pay it Forward Program

Miles reported on the Front End department's work on the creation of a Pay it Forward Program to provide food for the Eastside's neighbors in need. Two staff members have sought project funding to develop a proposal and the FEMS

department is asking the Board of Directors to make a donation to the program from discretionary funds that may be available.

Although it is too early to decide on a donation or if funds will be available, the board voiced support and offered various ideas and suggestions for the program.

Staff and Committee Reports

Harry offered an overview report of finances, which are very strong. We have had sales of 11 million to date and are on track to break 22 million. We spent a lot of cash reserves on the East Side floors and West Side kitchen remodel, but reserves are rebounding.

We are over budget on labor, but that reflects the fact that sales are also way over budget projections.

A new batch of flex workers has recently been hired, and we are in the middle of a collective hiring process as well.

Advocacy Committee

The committee is still working on the reparations issue and plan to have something for the board to consider for the next meeting.

Capital Campaign Committee

The committee has had good discussions relevant to expansion plans, including more long-term funding for this project and other future projects. They are exploring the question of seeking 501(c)(3), although our eligibility and the potential benefits are not clear. Setting up a sister non-profit is also an option that should be considered.

Expansion Committee

Discussion deferred for Executive Session

Board Development Committee

The committee selected Saturday, October 12 for the board retreat. It will be about 6 hours, include a catered lunch, and will be focused on planning. The committee is considering a consultant to lead a strategic planning workshop.

The committee is working on a Board Evaluation process, including developing a Board Evaluations form like the forms used for Staff Evaluations.

Commitments Review

- Harry will make a proposal for staff about round up at register for World Central Kitchen (carried over)
- Harry will share Dave's Proposal for Resiliency Hub with staff (carried over)
- Jeni O will pass along Rita Robison's comments and concerns to facilities.
- The Advocacy Committee will come up with a process for review and consideration of the *Table* articles on Gaza
- Miles will let Ike know about the board retreat date and schedule.

Meeting evaluation and next facilitators

All agreed it was a very good meeting. Harry, having served on the board for about 30 years, made a statement of appreciation for all participants and how this whole thing functions. "Pretty damn cool and it's been an honor all around."

Next facilitator

Ruth perhaps? Maybe Jim?

Executive Session

The meeting went into Executive Session at 8:14 PM