



## **Board of Directors**

**September 18, 2025**

## **Meeting Minutes**

**Present:** Jim Hutcheon, Ruth Brownstein, Anch Bergeson, Bob Marsalli, Jennifern Falknor (by Zoom), Jeni O'Connor, Ike Nwankwo, Andie Giron, Federica Faggioli (by Zoom)

**Other members present:** Trudy Springer

**Facilitator:** Miles

**Notes:** Maggie Jay

### **Announcements**

Thank you everyone for attending the Staff appreciation on September 10, Lyons Park. The picnic came from Staff Board Relations Committee, but Ruby did a majority of the work. Without all of the efforts of Ruth, the party wouldn't have been such a success.

We will be looking at profit sharing policy. It is not on the agenda this week, but it will be on next meeting.

Ruth will be proposing to change the meeting space to the Annex next year.

Shout out to the Harvest Party on the September 28<sup>th</sup> 1 to 5 pm. Oly Assistance has a luncheon the same day from 11 am to 1 pm. Anch will give an announcement there about the Harvest Party.

## **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 to 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

## **Land Acknowledgement**

We 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**

None.

## **Previous Commitments**

- Dave will reach out to the tribe in the next month.

## **New Commitments**

- Anch will send agenda for annual meeting.
- Anch to email Board with link to committee descriptions on website. Board members will note any updates on description.
- Committee members will send their minutes to Miles.
- Miles will send out the committee minutes to the Board.

## **Hiring Handbook Proposed Changes**

Has everyone had a chance to look at the proposed changes to the Hiring handbook.

I would recommend that the changes proposed and the documents submitted.

There is one item on page 22 that I wanted to make a change. Erin said she would change that, adding the word, “typically” to the annual pay rate change.

### **PROPOSAL: Hiring Handbook Proposed Changes**

**Blocks:** 0

**Stand Aside:** 0

**Consent:** 9 in person, 1 (ZOOM).

**CONSENT**

## **Advisory Ballot from Expansion Committee**

Please refrain from comments on or opinions about the actual expansion until Executive Session.

Some of this is purposefully vague because we are finding out more facts as we go. We are trying to take the temperature of what the membership would like to do. It is advisory because that are many unknowns, but we do want to know in general what membership would like to do.

The first option is a mile away from the store, it is important to let the membership know that it is going east. I think knowing the direction matters.

I think the clarification of adding comments if membership has any question for clarification, who we are trying to contact. Expansion team has enough membership that is

involved that when this goes out if there are any questions, who should be the point of contact?

Expansion can be the committee in charge of taking that on.

Question: Why isn't there an option C. We did talk about Briggs. Is that because it has been excluded?

There are two things that fit into these parameters, like getting basic market surveys. As attractive as that is for some, we have much less information on the Briggs's project. It is also much less tangible.

I thought the purpose of the ballot was to focus the attention on a single option or preference?

Yes.

Does this option B work for the long term? If option A is going to be less money upfront, will there be less of a profit?

It sounds like it will be more affordable, but yes, we will make less money.

You made a good point because when membership sees this, they will be biased to the more affordable. It doesn't give the full weight for option B. If one is more affordable and one is more expensive, is that it is going to be the affordable every time.

When we pick option A or B, we can still pursue option C when it comes up and is actually viable.

This makes sense, this is focused around the eastside store. Adding an option C could feel like competition.

When the eastside was first a gleam of the eye, the advisory board took a survey. Things looked great but weren't actually attainable.

Will that be explained and shared? The results of the advisory ballot result.

The answer can be figured out before the meeting.

You can always have an explanation with information about what the advisory board does and what it means.

One thing we don't want to do is make it too long and complex, there's often too much to go through. So let's keep it short and sweet.

We are trying to keep the ballot simple, easy to understand.

Great summary. Is there any space for comments?

Maybe we can add that there can be questions or comments to the advisory committee.

Adding line about comments going to expansion committee. Adding phrase in short term will be struck. Add a blurb about how this is non-binding.

**PROPOSAL:** We would like BOD consent to authorize Mo to sign the contract, or NOT on behalf of NCG.

**Blocks:** 0

**Stand Aside:** 0

**Consent:** 9 in person, 2 (ZOOM).

**CONSENT**

## **Annual Meeting**

I would like to know how to prepare for the annual meeting, other than showing up. Member Relations is the committee that is organizing this, I think it's only my 2<sup>nd</sup> one as a board member.

We just show up, unless you are in the MRC. You don't have to speak, you just come.

I was disappointed I can't come, but hopefully next year we work more on what the annual will be about by asking our membership what they would like to talk about. I support what is happening and what they are doing.

It has always been in November because those are the dates that the elections end. We all can be as involved as we want to be. Maybe Dave can get a video in and have his presence during the meeting.

Board committees bring things to the board to get direction, I think the board needs to make those full decisions. Things like what is the content going to be should be decided as a whole. Important decisions need to come to the full board before coming to the meeting.

Setting aside the date of the meeting, the content of the meeting should be discussed. The agenda has been worked on for months by the MRC. We didn't think that we should come to the board for consent on it. We took last year's agenda and tweaked it. It's pretty much the same format as former years, with the addition of the Expansion piece. We can send it to the Board after the meeting, or tell you about it now. It is set, timing wise.

This is setting expectations for the future. Usually, we have check ins about the agenda and the final agenda is consented on by the Board.

I can communicate with the MRC tomorrow and see how we feel about sharing the agenda to the Board.

We really appreciate the work you are doing and this is really about the future.

Thank you, it didn't occur to us to share it.

Next year we can work on the agenda in the Spring as a board in whole, then take it to MRC.

Maybe we need to define the Committee/Board in a tighter way, terms are ending. Maybe this is something we can start with on the next term, what to expect from all of the committees.

Is there a zoom link for members for the Member meeting so people can join remotely? Get the word out to membership that that is an option as well.

Erin M. will provide a playlist for the meeting.

We might have local vendors. They won't take up time on the agenda.

Anch will send agenda for annual meeting.

## **Board Elections**

Can we court the others, capture their talent and energy by asking them to be on committees? It would be great if someone spoke to that at the meeting. For those who didn't get the seat, we can ask if they'd like to be a member at large. We have recently hired Frederica on as Flex staff, so we could use more members.

What would be the process of doing that? Would there be a conversation among the board?

During October meeting we can decide which people would be a good fit?

Maybe after the election, we can take a look at the responses and get an idea of who to add.

After the election we can communicate to them, "you weren't elected but we have committees we are interested in having you in." Then send them a list of all of the committees and let the person choose.

Also, remind them that there are more openings every year.

Ask to email Board with link to committee descriptions on website. Board members will note any updates on description.

## **2026 Operating Budget Goals**

Bringing these goals, hopefully for consent. These were consented to at the last Collective meetings.

These are the goals that will drive our budget.

1. Build capacity for expansion by increasing cash and minimizing spending
2. This is an agreement we have with NRC where we have a hold of cash of 10 operating days.
3. Create a profit goal of at least \$400,000 a year.
4. Create a labor budget that is less than 26% labor expenditure as a % of total sales.

Questions/Comments:

What is our current expenditure? Is this a radical reduction?

It is not a reduction; it is about the same.

Maybe the language should be more precise, no greater than 26% labor expenditure.

Shouldn't we look at something we should incentivize? If we don't aim for that, we may not get there.

Reminder, the language has already been consented to. It can go through the proposal journal to get staff consent.

5. Create an admin labor hours budget that is under 29% of total labor hours and prioritizes strategic use of admin labor, scheduled floor hours, and working member system.

Have we tightened this up, or we will in the future?

Questions/Comments:

These goals will then be held by the staff members.

6. Create a labor budget that includes a wage increase and maintains or exceeds current benefit coverage.

Questions/Comments:

Some of the goals counteract each other. The last one, does it eliminate some of the previous goals. Goals increase or exceeds current benefit coverage. Labor budget over 29%.

Yes, we want to balance all of these goals in the budget.

I love how much thought and consideration went into creating these 6 points. It was really thought out well and I commend them for that.

**PROPOSAL:** Consent to 2026 Operating Budget Goals, Amended to change number for from less than to no more than.

**Blocks:** 0

**Stand Aside:** 0

**Consent:** 9 in person, 2 (ZOOM).

**CONSENT**

### **2026 Board Budget**

Jeni O. met with Corey to talk about 2026 Board Budget. 2025 budget was about \$32,000. Some of the overage was from Dr. Bre's workshops. When we take that out, we are not that far over budget.

The MRC talked about a 5% increase over the 2025 budget for the Board for inflation purposes. Perhaps we just ask about the 5% increase. Then after the annual meeting, we can revisit the budget. If we are going to do it at ASHHO again next year, we may need to increase the amount of the budget.

The Board does the budget for themselves. If Capitol campaign needs to hire a lawyer, we need to put that in the budget.

Yes, lawyers are often baked into the budget. Let's look and see what we need from that.

Maybe we bump that up to \$35,000.

Agreed.

**PROPOSAL:** We would like to increase the 1<sup>st</sup> draft 2026 Board Budget to \$35,000.

**Blocks:** 0

**Stand Aside:** 0

**Consent:** 9 in person, 2 (ZOOM).                      **CONSENT**

### Approval of August BOD Meeting Minutes

**PROPOSAL:** Approval of August minutes.

**Blocks:** 0

**Stand Aside:** 1 (wasn't present)

**Consent:** 9 in person, 1 (ZOOM).                      **CONSENT**

### Staff and Committee Reports

Let's move this to the beginning of the agenda next month.

Agreed.

Are there minutes at committee meetings that can be reviewed prior to the meeting, so we can review before next meeting? Or a placeholder for discussion if we need it?

I have seen a couple of ways to do it, like meandering dialogue to minutes were included in the board packet, which kept the meeting from being efficient. There's no set way it just depends on the board in the moment and how they do it.

Usually if the committee has something to bring to the attention of the Board, then it is put on the agenda.

Long ago, at the spring retreat we discussed having a branch website was busy updating our website. But now we have it. I might suggest we make sure the committees of the board utilize this space to post the minutes there. Just a reminder it is there.

I think it would be great in the board packet. Let sent them all to Miles and then they are there for everyone to see and it will move things along faster.

### **Local Committee**

Didn't meeting.

### **Co-Sound Committee**

Talked about the Cascadia Conference that Northwest Coop development center. Co-Sound was there and did a presentation.

### **Capital Campaign Committee**

Mo and Dave will be meeting with an attorney for a free consult for help with all of the unique questions we have, including new market tax credits. If it works out, we will talk about that and will bring the recommendations to the board.

### **Expansion Committee-**

Met multiple times and will talk more in exec session.

### **Advocacy**

Met last week, made sure Andie, Jim and Dave were aware of who they were assigned to contact. Chehalis Nisqually and Squaxin lively discussion around ideas and question will expand more on exec session

### **Local Committee**

Didn't meet this month

### **Board Staff Relations**

See above. There was the Staff Board picnic went well, big thanks to Elaine and Erin M.

## **Member Relations**

See above.

## **Personnel Committee of the BOD**

Meets in October.

## **Meeting Evaluation**

Great meeting!

## **Staff Report**

Harvest party, potluck, zucchini fest is coming up next Sunday. Gearing up to work on expansion a lot. Lots of energy in all of the groups which is wonderful. New staff is doing great. One-year evals are coming up as well.

## **Executive Session**

The Board entered Executive Session a little after 8:00 PM