



**Board of Directors
October 16, 2025
Meeting Minutes**

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

Other members present: Trudy Springer (Member), Laurie Weilder (2026 BOD candidate)

Facilitator: Miles Batchelder

Notes: Maggie Jay

Announcements

There were no announcements.

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

Trudy- At the last meeting we were discussing profit sharing. I was wondering if members were going to participate in the profit sharing?

No. Our model does not support profit sharing to the general membership.

Previous Commitments

- Anch will send agenda for annual meeting. (Complete, will send another just before the meeting if there are any changes.)
- Anch to email Board with link to committee descriptions on website. Board members will note any updates on description. (Almost complete. Dave responded. Anch will work on it more. Look for another email tomorrow with an updated list of committees.)
- Committee members will send their minutes to Miles. (Ongoing.)
- Miles will send out the committee minutes to the Board. (Ongoing.)

New Commitments

- Anch will send Memorandum of Understanding from the Sustaining Fund to the BOD
- Andie will get “yes to prop 1” signs.
- MRC will create signage to put up and will talk to the Olympia Center about location change for Annual Meeting.
- Committee members will send their minutes to Miles. (Ongoing.)
- Miles will send out the committee minutes to the Board. (Ongoing.)

Staff and Committee Reports

Local Committee

We have two vendors for the Annual meeting, Blue Heron and Viraldi Pretzels. Hoping for a Wellness vendor. Miles and Max made a list of local vendors we can then cultivate a relationship with, through the help of department leads.

Local stickers on our shelves. We’d love to use those again. Will talk more with Jeni on how to get that started. Jeni has an idea for a wellness vendor. Local vendors will have tables and they will be announced.

Co-Sound Committee

We have 3 Co-ops in it at this point. We are struggling with relevancy. We are having a meeting in the annex later this month to do some soul searching. Why are we here and what do we want to accomplish?

Capital Campaign Committee

We have a proposal in front of the board to hire an attorney. We had a free consult with the attorney we are recommending who has experience with WA and OR Co-ops. Preliminary approval for the \$5 million loan from USDA for the expansion project. We have some things we have to accomplish first. They like the project and want to fund it. We have a lot of homework to get that process really rolling. Due diligence is highly important, hence the attorney.

We are going to look at NCG for technical assistance. They have expertise running capital campaigns with Co-ops, and we will be talking to them to do that. We are under contract with them already, but not in that function. I'd love to see a target set for expansion.

Expansion Committee

We have been meeting every two weeks. We had a pre-submission meeting with the City of Olympia for the preliminary plans for the eastside location. We met today and I'd say the meeting was more frustrating than we'd hoped. The plans we had on deck might not be in compliance with some city codes, so we are looking at options on where to go from here. These include: what extent can we find a variance for those requirements? We are looking more into the 2nd property and ways that could fit into our plan.

How does this affect the Annual Meeting? Expansion is already on the agenda for the Annual Meeting. Redwood and Dave are working on a slide show for expansion. They would like to have a Q&A after the presentation. We are working hard to make sure when we present this, it will be well cured and we have most of the questions answered. We are working with the city to see if we can get some variances.

Would there be some benefit to convening a special board meeting on only the topic of expansion? Usually, this is all about time. You're probably right it is probably big enough that we need another meeting out of cycle. This deserves a longer discussion with those who are not on this committee.

Since you're meeting every two weeks, can the other BOD just show up at one of your meetings? Yes. We wouldn't want to have an out of cycle meeting during our committee meeting, but we can do a separate meeting.

If we have such a meeting, can we dedicate time to Capitol Campaign?
Yes.

Advocacy Committee

Met by email and we have a proposal before the Board today.

Board Staff Relations Committee

Didn't meet.

Member Relations Committee

Meeting on the 30th. Annual meeting on November 8.

Personnel Committee of the BOD

Met last week. The function of that committee we did a fair bit of oversight, we received reports from Evals, Con Res and Humane Resources. We also spent time evaluating our committee's charter. Either next month or the month after, we are thinking about bringing an amended charter.

Community Sustaining Fund

We are in the midst of our Fall cycle. November 10 application deadline with interviews November 22. We've had progress. We elected officers of the committee; we will have a budget (Anch will be treasurer). After we clear this grant cycle, we will look at things like our bylaws. There is an agreement between the Co-op and CSF from 2012-13. We are going to look at it, as an agreement to two bodies. We will be bringing it to the board, draft a proposal and go from there.

We brought in a new board member and we are up to 10. We have 12 seats, and we welcome recommendations. We would like to table at both stores in the coming months.

Memorandum of Understanding, only had one signature who is our new and current chair. I'd love to send out the latest version to the BOD.

We need to be sure this relationship is sound and complete. We usually send about \$4000 to \$5000 each grant cycle

Staff Report

The Harvest Party was a hit. It was a wonderful return of a community event that went off really well.

Jolt article about the Olympia Food Co-op expansion.

We are not meeting our parameters around our budgeting goals, mostly in labor hours.

Proposal to Endorse Olympia Workers Bill of Rights

We got consent from the advocacy committee, proposal 1. There has been a lot of misinformation about this proposal. This focuses on big box stores. In terms of small employers, there's almost no real benefit. How many employees qualify for large?

Large is 500 and over. Midsize starts at 18. The small business employees will get less money according to state law. It's a 6-year phase in, it will be below state law. Large employers will see the predictable scheduling for part time employees. This doesn't apply to the Co-op since we are a midsize company. Jim was relieved this didn't apply to the Co-op staff.

Midsize employers are to offer time to current part time staff positions if you are going to hire for new full-time staff. This is why we have a contingency to this proposal. I think the key to that provision, is that it will have to have the same job description. We have different job descriptions for flex and collective. Since the descriptions are different, maybe things won't be that way.

Are we happy with the way we treat our employees, both part time and full time?

Where did these come from?

Which committee is responsible for vetting this kind of recommendation for supporting this initiative?

Advocacy committee looked at this and it is coming from this committee. We are bringing this to the board and I think we are on top of this. We support this because we want our workers to be taken care of.

City council last week voted to not support this initiative. I think this is something that we are exemplifying, we won't have a big change in our organization, but we will show support to counter the city.

If nothing else, we lead by example.

PROPOSAL: Endorse Olympia Workers Bill of rights, with consensus from Staff Rep.

Blocks: 0

Stand Aside: 2 (Jeni, as Staff Rep., Bob)

Consent: 2 in person, 4 (ZOOM) CONSENT

Capital Campaign Proposal to Hire Attorney

Because we have a unique structure, we will need help from a special source. When we go to raise money, we will need guidance. We are currently a non-profit but we are not registered as a cooperative.

Pat would like to know if we are going to use her property, can we ask about that? Yes. And the Capital Campaign will be meeting with her soon.

Could you share how you found and vetted this attorney? Both Mo and Dave did research and there weren't a lot of options. There was one other that wasn't quite what we were looking for. This attorney works with Bellingham Co-op and a few in Oregon as well. We presented her a list of questions and she seemed very well prepared to work with us.

What is the budget? We don't know right now. We will be working with her per hour at this point.

This person is familiar with codes surrounding non-profits and financial structuring for capitol campaigns, complex loans. This is a way to keep all of our details sorted.

The attorney can work in WA and OR.

PROPOSAL: OFC will hire Aligned Law to assist in establishing appropriate processes and procedures to raise sufficient capital for the Eastside Store Expansion project.

Blocks: 0

Stand Aside: 0

Consent: 3 in person, 5 (ZOOM) **CONSENT**

Annual Meeting

Tomorrow morning Anch will send out a new agenda. Please let us know if you'd like anything changed. Expansion and Capital Campaign had 15 minutes initially, I think there is flexibility then. This is such an important topic.

Redwood will be presenting the Expansion presentation on PowerPoint.

All but 2 of the candidates will be in attendance, still waiting on 2 to respond to the invitation.

We've done it at the Olympia Center, is the information really clear that it is at ASHHO?

Yes, we will make sure there is a sign and will talk to the Olympia Center about directing people to ASHHO on the day of.

Approval of September BOD Meeting Minutes

PROPOSAL: Approve September Meeting minutes

Blocks: 0

Stand Aside: 0

Consent: 3 in person, 6 ZOOM

CONSENT

Meeting Evaluation

Great meeting!