

**Board of Directors Meeting Minutes**  
**April 14, 2021 at 6:00 pm (teleconference)**

**Present:** Ryan Peters, Margaret Gerard, Melissa Morin Terrance Morris, Randy Rydel, Laura Weiss, TQ Nguyen, Adrienne Renz, Jean Rogers

**Absent:** Ceci Lopez (LOA)

**Facilitator:** Holly O’Neil

Topic	Key points	Outcome
<b>Introductions &amp; Agenda Review</b>	Added a Board Chair Report	--
<b>Consent Agenda</b>	All directors present confirmed they read the Board packet. <ul style="list-style-type: none"> <li>Board minutes 3/10/2021 – no comments</li> <li>Board Development (BDC) minutes 3/2021 – no comments</li> <li>Finance committee minutes 3/2021 – no comments</li> <li>Farm Fund minutes 3/2021 – no comments</li> </ul>	Approved by consensus with two abstentions by new directors
<b>GM Report</b>	<b>Economic Resilience:</b> Currently we are not large enough to be included in the \$4.00 per hour hazard pay requirement for larger grocery stores. If the regulations changed to include us, it would have an adverse financial impact. We paid some form of hazard pay from March 2020 through the first quarter of 2021, A bright spot is that our key indicators are currently looking good. <b>Exemplary Workplace:</b> The GM regularly reviews information on behavioral health symptoms in disasters. Co-op staff are experiencing pandemic-related burn out, stress and fatigue. Management is trying to get through this time as thoughtfully as possible.	--
<b>Board Chair Report</b>	<ul style="list-style-type: none"> <li>March 12, 6 – 8 pm: Spring Strategic Planning retreat</li> <li>May 1: Deadline for new Board profiles, or profile updates</li> </ul>	--
<b>Code of Conduct and Ethics – Board policy P3</b>	All directors present verbally committed to the Code of Conduct and Ethics, disclosing any potential conflicts of interest (points when a director would abstain if needed): <ul style="list-style-type: none"> <li>Terrance Morris, Laura Weiss, James Erb, RJ Halloran: No potential conflicts to disclose</li> <li>Ryan Peters is married to a former Co-op employee who might consult for the Co-op in the future.</li> <li>Margaret Gerard is a Co-op vendor, but under the policy limit of 25% paid professional services</li> <li>Randy Rydel holds a small number of Co-op B shares, but would not stand to gain any more than any other Co-op member-owner</li> <li>Ceci Lopez will provide her disclosure upon return from a leave of absence</li> </ul>	--
<b>Proposal: Co-op Officers, Board Chair, Vice Chair, and Standing Committees</b>	<ul style="list-style-type: none"> <li><i>Co-op Officers:</i> President – Adrienne Renz, Vice-President and Treasurer – Jon Edholm, Secretary – Melissa Elkins</li> <li><i>Board Chair:</i> Ceci Lopez, <i>Board Vice-Chair:</i> Ryan Peters</li> <li><i>Member Affairs Committee:</i> Terrance Morris, Margaret Gerard, RJ Halloran</li> <li><i>Board Development Committee:</i> Ceci Lopez, Ryan Peters, James Erb</li> <li><i>Finance Committee:</i> Randy Rydel, Laura Weiss, TQ Nguyen</li> </ul>	Approved by consensus
<b>Board Team Building</b>	The group conducted three, well-received team-building exercises. Team building will run throughout the year - directors can send ideas to Holly O’Neil	
<b>Executive Session</b> 7:23 pm – 7:36 pm	<b>Decision:</b> Because the GM has not been able to take vacation during the pandemic and in recognition of her hard work during this time, the Board approved additional vacation hours with no cash value or expiration date.	Approved by consensus
<b>Adjournment</b>	The meeting concluded at 7:40 pm	--

*These minutes have not been approved by the Board of Directors.*

**Next Meeting – Spring Retreat on Wednesday May 12 at 6:00 pm (teleconference – “doors” open at 5:45 PM)**