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**BRIARPATCH FOOD CO-OP**  
**Board of Directors Regular Meeting**  
**MINUTES June 29, 2021**

10 **Directors Present (via Zoom):** Rachel Berry, Kwong Chew, Jonathan Collier, Richard  
11 Drace, Kali Feiereisel, Mark Fenton, Katie Ivy, Alana Lucia

12 **Absent:** Alan Weisberg, Chris Maher

13 **Staff and Others Present (via Zoom):** Andrea Echegaray, Finance Manager, Mark  
14 Goehring, Columinate Consultant/Meeting Facilitator, Mary Hunter, Administrative  
15 Assistant, Mike McCary, Operations Manager, Lauren Scott, Sustainability Coordinator,  
16 Rebecca Torpie, Marketing Manager

17 **Guests Present:** Craig Hollyfield, Angela Atteberry and Peter Konrad from Feed the  
18 Hungry, Auburn, CA

19 **1.0 Call to Order:** The meeting was called to order at 4:15pm

20 **1.1 Guest Presentation: Feed the Hungry, Craig Hollyfield**

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22 Founder Craig Hollyfield offered a brief history of Feed the Hungry and reported about  
23 the current activity of the organization, which includes food distribution to area food  
24 banks. Their future goals include short term food and toy drives and long-term food  
25 rescue projects that link food sources with community food banks, ministries, shelters  
26 and kitchens. Their mission is to provide food for those most in need.

27  
28 They have 12 board directors and several on-call volunteers and offer food distribution  
29 to both individuals and multiple service organizations. Annually, they spend \$25-30K to  
30 process approximately 4,000 lbs. of meat for distribution. The organization relies solely  
31 on grants and donations for funding, reaching out to local businesses for livestock  
32 auction support.

33  
34 Craig expressed hope that BriarPatch and Feed the Hungry can support each other, as  
35 they have similar missions and asked about opportunities for partnering. Andrea  
36 Echegaray and Rebecca Torpie summarized some of the Nevada County outreach that  
37 BriarPatch has done related to food access and farm support. Rebecca noted the benefit  
38 of Feed the Hungry's connections to other area non-profits and the opportunities for  
39 collaboration.

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41 **2.0 Preliminaries**

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43 **2.1 Opening Quotes:** Presented by Jonathan Collier:

44  
45 "We learn wisdom from failure much more than from success; we often  
46 discover what will do, by finding out what will not do; and probably he who  
47 never made a mistake never made a discovery." – Samuel Smiles  
48

1 We've all been given a gift, the gift of life. What we do with our lives is our  
2 gift back." – Edo

3  
4 "Let actions ally themselves no longer with death, but with life; not with  
5 destruction, but with construction; not with hate, but with the creative  
6 miracle of love." – Paramahansa Yogananda

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8 **2.2 Check-in and Reminders:**

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10 **July:** Sierra Harvest Farm Tours (July 1, July 15); Board Performance Monitoring  
11 Survey Group 3: C Policies (C:5-8) Review; California WorldFest Day (July 17);  
12 Confidentiality Agreements & Code of Conduct – All Committee Members Sign

13  
14 **August:** Sierra Harvest Farm Tours (Aug 5, Aug 19); Board Retreat with Mark  
15 Goehring – TBD; Board Members up for Re-election Weigh in on Intentions for  
16 Running in Next Election – Kwong, Katie and Alan (2022); Update Election Policies  
17 & Election Timeline; Update BOD Candidate Packet

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19 **September:** Sierra Harvest Farm Tours (Sept 2, Sept 16, Sept 30); SYRCL River  
20 Clean Up-TBD; 2022 Election Timeline confirmed; BDC Approves BOD Budget &  
21 Submits to BOD for Approval; Review BOD Stipends; BOD Performance Monitoring  
22 Survey Group 1: D Policies (D:1-4) to Board (Due TBD); Columinate Agreement  
23 Renewal

24 **2.3 Owner Forum: Public Comment/Communications to the Board**

25  
26 Kali observed an interaction with a customer in line who questioned CAUSE round-up  
27 funding of a non-local recipient. Another customer explained that this group does not  
28 have support from a non-profit organization in our area and praised the store for  
29 extending support for this important cause.

30  
31 Kwong shared his experience attending a gathering at a local food buying club.

32  
33 **MOTION: (via email): Katie Ivy moved to approve sending a letter to the Board of the**  
34 **Nevada Irrigation District in support of local specialty-crop farmers during this**  
35 **difficult drought season. Rachel Berry seconded, all voted in favor and the motion**  
36 **passed.**

37  
38 Kwong noted the expedited process of board action on the topic and wondered about this  
39 method for future use.

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41 **3.0 Consent Agenda**

- 42  
43 1. Approve June 2021 Agenda  
44 2. Approve May 2021 Minutes  
45 3. Approve 2021 Owner Meeting Minutes  
46

1 **MOTION: Richard Drace moved to approve the 2021-06-29 Consent Agenda, Kwong**  
2 **Chew seconded, and the motion passed unanimously.**

3  
4 **BREAK**

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6 **4.0 Board Business**

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8 **4.1 2021 CCMA Takeaways Discussion**

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10 Alana participated in the session on co-op expansion and noted our need to strike a  
11 balance for the appropriate length of board director terms of service. She also  
12 appreciates our board's professionalism. Take away quote: "The more you  
13 understand your policies the better you can conduct your work."

14  
15 Andrea enjoyed the dynamic online collaboration of the Whova platform, noting Mike  
16 McCary was #4 on the leader board for conference engagement.

17  
18 Mark Fenton attended C.E. Pugh's keynote presentation on trends and found the  
19 comparison between conventional and co-op markets interesting. Mark Goehring  
20 suggested playing a recording of that session for the Board prior to a retreat, as it's  
21 good industry knowledge.

22  
23 **4.2 Update on Board Committee Membership**

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25 Rachel Berry is appointed as Chair of the Board Development Committee.

26 Richard Drace joined the Governance Committee.

27 Jonathan Collier joined the Board Development Committee.

28 Alan Weisberg resigned from the Governance Committee.

29 Kali Feiereisel resigned from the Finance Committee.

30 Owner Engagement Committee remains on hold.

31 Admin Mary Hunter will update and distribute the finalized committee list to the  
32 Board.

33  
34 **4.3 Discuss Board Retreat Dates - August**

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36 After a discussion, it was determined that the following dates may be viable for a  
37 one-day Board retreat: Saturday Aug 14<sup>th</sup>, Sunday Aug 15<sup>th</sup>, Saturday Aug 28<sup>th</sup> or  
38 Sunday Aug 29<sup>th</sup>. We will collect more information from Chris and Alan, then confirm  
39 with the whole Board.

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41 **5.0 Accountability - GM:**

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43 **5.1 FYI Report**

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45 Answers to director questions about the FYI report:

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  - Andrea clarified the sales growth and decline rates for the 2<sup>nd</sup> quarter versus

48 year-to-date versus annual budget.

- Rebecca provided details about our involvement in and contribution toward Farmlink’s Regenerator program, supporting local farmers with high-level succession planning.
- The end of Hero Pay and subsequent wage compression pay increases were explained in more detail. The future of wage adjustments may depend on market conditions. Monthly forecasting will continue.
- More clarity is requested about NCG’s supplier diversity program. Chris to follow up.
- Kali expressed gratitude to the Operations team for managing COVID protocols in the store throughout the pandemic, as the CA statewide mask mandate recently ended.
- Andrea reiterated that the current mask policy follows recent CAL-OSHA guidelines and is consistent with our practice of following civic leaders’ regulatory guidance. She informed the Board that Chris regularly solicits input from the Pandemic Response Team and that a lot of deliberation occurs prior to making these policy decisions. Signage has been installed asking customers not to question employees about their vaccination status.

## 5.2 Monitoring Report: B-3 Asset Protection

- Mark Fenton appreciated the thoroughness of the report.
- Jonathan noted and praised the marketing departments’ effectiveness in protecting the Co-op’s public image.
- Cash and purchasing control policies are reviewed by our auditors.
- Clarification was provided about the new Key Person life insurance policy and how it supports and protects the Co-op.
- Security and IT protocols were appreciated by Jonathan.

**MOTION:** Mark Fenton moved to approve the B-3 Asset Protection Monitoring Report, Alana Lucia seconded, and the motion passed unanimously.

## 6.0 Development Planning (Open Session)

### 6.1 Development Progress Update

Answers to director questions about the development update:

- Clarification was provided regarding the general contractor selection process and the expected structure of the construction contract for the Auburn store.

**7.0 Meeting Evaluation:** Board Directors thanked Andrea for leading the meeting and appreciated the information and efficiency of the process. Many look forward to in-person gatherings in the future but noted the benefits of Zoom for guest presentations and Mark Goehring’s facilitation.

**8.0 Meeting Adjournment:** Board Meeting was adjourned at 6:04pm

## SUMMARY OF DECISIONS:

1. Approve letter to NID P. 2., lines 33-36.

- 1           2. Approve June 2021 Consent Agenda Items P. 3, lines 1-2.  
2           3. Approve B3 Monitoring Report P. 4, lines 29-30.

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4 **Announcements, Reminders & Dates:** See **Date Reminders** at bottom of Agenda  
5 page.

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7 **NEXT REGULAR MEETING WILL BE HELD Tuesday August 31, 2021 at 4:15pm,**  
8 **via Zoom teleconferencing.**

9  
10 Minutes prepared by Mary Hunter on May 27, 2021.

11

12 **APPROVED BY:** 

**DATE: 9/16/21**

13 (These minutes were approved by the Board of Directors on August 31, 2021. The  
14 official signed copy is on file.)