



Mariposa Food Co-op

BOARD MEETING 2/01

01 February 2021 / 6:30 PM / ZOOM

ATTENDEES

Board Members: Tiernan Alexander (Convener), Lorelle Becton, Vera Foronda, LaToya Johnson (Secretary), Rodney Sheppard (Treasurer), and Meaghan Washington

Staff: Aj Hess (General Manager/GM), Majal Logan (Admin Assistant)

Guests: Elise Greenberg (Membership Coordinator) and Jessica Levy (Member-owner), and Hether Frayer (CBLD)

Absent: Tim Crouch (Vice-Convener), Nailah Frye, and Rachel Reed

NOTES

- **The meeting began with a Check-in and the Community Agreements.**
- **The January meeting minutes were approved.**
- **Election:**
 - There was a brief update that we have three candidates. The annual/elections meeting is on the 30th. The co-op's birthday is March 17th. Long-time members will be invited to share thoughts in celebration of the co-op's birthday and winners will be announced. **Orientation occurs on the 10th, and the Convener and Treasurer volunteered to attend for the info-session portion about the board.**
- **B3 Report:**
 - The GM gave a brief overview. The B3 is an assets protection monitoring report based on CBLD templates, ensuring the organization is not taking unnecessary risks and that there is sufficient insurance. The first policy's data

shows that equipment and employees are covered. It ensures there are policies to address harassment, equal opportunity employment, and safety.

- The pandemic caused a cancellation of one insurance company's program. A second bank account was opened with the National Cooperative Bank (NCB) relationship, in order to increase the amount of cash insured. The relationship built with NCB also helped in attaining the PPP loan and we'd look to NCB for expansion. NCB acts as back up for additional loans as well, as there are two loans that need to be refinanced at the end of year.

- Investments were reviewed to show equity in National Co-op Grocers, Frontier, and South Philly Co-op. The loan with Shared Capital has been paid off. There have been no updates about the recent bank fraud, but monies were retrieved. Cameras are to be installed for safety purposes. The PCI compliance report was sent separately, which shows protection, scans and certification. Everything is in compliance. The Convener questioned cash amounts and the GM responded that we are cash heavy and that there are recommendations to put it to use for business building projects like expansion or job creation etc. The Convener also questioned liability and safety pertaining to COVID-19. In short, the GM responded that the CDC guidelines that are available via spreadsheet act as policies. The B3 is a once a year report. VF added that COVID also resulted in an increase in worker's comp. The report was approved with quorum.

- **Equity Audit**

- In the staff representative's absence, MW gave a history about the proposal and shared that the consultant was recommended by a guest speaker from the Cooperative Leadership Institute program that she and ML attended. MW, ML, and NF met with the consultant to review the proposal. Afterwards, the proposal was presented to the Black Staff Working Group (BSWG), which also created for a lag in time regarding presentation to the board. A brief overview of the proposal was then provided. **The Convener questioned what support the board could offer as the proposal focuses on operations; it was suggested that the staff representative may follow up on that question.** The Convener further stated that the outcomes of this audit could inform the actionability of policies as they pertain to the ends. MW suggested bi-annual auditing for measures of accountability, as suggested by staff. The Convener

stated that a self-review alongside a review of the policies could address stagnation. The GM further suggested that the B6 report be reviewed for the rewriting of policies.

- **Break**

- **CBLD**

- The Cooperative Board Leadership Development (CBLD) consultant, Hether Frayer (HF), gave a history of her involvement with co-ops. Hers did not start with governance. It can take a year to understand. She questioned the priorities of the group, such as the ends statements. She also explained that CBLD includes 15 hours of consulting as well as webinars/trainings that can be taken within the year. The board and staff shared that they would like to focus on a range of different items including the ends and policy governance, future visioning, intent, fluidity in knowledge beyond food co-ops, cohesiveness and the attainability of ends, increased familiarity with boards, expansion in a way that makes sense for the community and addresses gentrification, and radical democracy. In response to a question from the Treasurer about transitioning towards governance and being integrated in the community, HF shared that it helps to focus, clarify roles, speak with one voice, know what interactions to expect (including paying taxes and staff treatment), and address ends. The policies assist in the monitoring of direction and alignment. HF continued in stating that two hours could cover board roles and responsibilities as well as the ends and visioning. **The board agreed on the agenda and scheduled a session on Thursday the 25th @ 6:30p. HF is to send a Zoom link to the board list and send upcoming CBLD events. HF was also approved to be on the boardlist.** The meeting concluded at 8:30p.

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