

**Date:** 04/05/22    **Convene Time:** 6:30pm - 9:00pm    **Location:** Online

### **Attendees**

Lorelle Becton, Emily Casey, Elaine Fultz, Aj Hess (Cooperative Executive Officer/CEO), LaToya Johnson (Secretary), Majal Logan (Owner Services Coordinator/OSC), Jordan Rock, Aaron Spence, Salina Vinson, and Meaghan Washington (Acting Convener)

Guests:

Absent: Tiernan Alexander (Convener), Vera Foronda, and Rodney Sheppard (Treasurer), Ian Snyder

### **Meeting Norms**

- Listen actively and communicate respectfully
- Be considerate of people's time
- Practice board holism
- Leave space and create space
- We care for one another; we are all connected

[Plus, while meeting virtually...]

- Cameras on for accessibility when possible and when speaking
- Keep muted unless you are talking

### **Check-in**

- The meeting began with introductions.
- There was no quorum.

### **Read Mariposa Ends Statement**

Mariposa Food Co-op is a consumer-owned cooperative that provides a balance of intentionally sourced and affordably priced food, and other products. Mariposa Food Co-op cultivates an abundant food system that nourishes a healthy community through a thriving, equitable economy while fostering the health of the earth.

### **Consent Agenda**

- N/A

### **Monitoring Reports**

- FYI from CEO:
  - Mariposa Food Co-op became a Certified WIC Retailer, although we are not allowed to advertise.

- We meet all the requirements, but vendors don't have all products (National Brands). So, we got 5 eligible items in specific sizes. Organic is based on lobbied contracts with the government. Aj has met with other GMs about this regularly since 2018, and other co-ops are to help provide products at some point. Donations have gone to staff and other organizations like Food Not Bombs.
- On the 28th of March, the UFCW Local 1776 contract was ratified and it goes into effect immediately.
  - The starting wage for staff is now at \$15 an hour, PTO increased, 401k is available, and annual raises have replaced performance reviews. Scheduling and bidding for jobs is still based on seniority. Personnel matters and operational outcomes are handled by the CEO, but the CEO gives updates. The Board writes policies called executive limitations, which will be reviewed in the orientation. These executive limitations help to set parameters for the CEO and how they use their expertise to run the co-op.
  - The Personnel Committee and the Staff Collaboration and Democracy Committee can no longer exist for bargaining unit members because it deals with personnel matters. However, there will be a Management Labor Committee for non-specified items in the contract.
- Equity Payment Notifications are now available at the register, allowing for Member-owners to be placed on hold if they are not up-to-date on their account. This means that they will not be able to shop using their benefits, including the receipt of patronage dividends, or vote unless they pay the minimum dues of \$25 or \$10 for FFA members.

### Election Update

- Congratulations were given to the Newly Elected Board Members who will officially be seated in June, based on available roles and terms:
  - Officer Roles were reviewed: Convener, Vice Convener, Secretary, and Treasurer:
  - The Convener works closely with the CEO
  - The Vice Convener steps up in the Convener's absence
  - The Secretary works with OSC to ensure the minutes
  - The Treasurer signs financial paperwork
- Board Binders are to be distributed.
  - The Bylaws and the Policy Registers can be found at <https://mariposa.coop/governance>
  - The CEO is to meet with the Convener about the Orientation.
  - Cooperative Board Leadership Development trainings are to be provided.

○ New Board Member e-mails are to be added to the Board List.

- Committees are to be discussed in June (ie. Food Justice and Racism and Environmentalism)
  - The re-engagement of committees based on bylaws is to be put on agenda for May.
  - The Bylaw committee is working to update the term limits, so that there is clarification on how term vacancies are filled, as it impacts the number of years new Board members can be seated before having to run again. The term limit is two 3 year terms.

### Discussion

- Articles of Incorporation (update from CEO)
  - CEO paid the upfront 3,000 retainer to engage with a lawyer, regarding a mistake made in 1983 that defines Mariposa Food Co-op as a 501 3c. The Attorney General is to review the correction after tax returns have been submitted. Next, a cover letter is to be written for permittance, presented to the Board for approval by June, and then forwarded to the membership for a 50% minimum count vote. As we'd need 1500 votes, the Board is to reach out to Member-owners via town halls and there can be prompts at the registers provided by SV as well.
- Next Steps from Winter Board Retreat
  - Review policies, as also pertaining to Self-Monitoring
    - A survey can be sent and discussed.
    - The Convener or Secretary is to send a form like the one for Global Monitoring, collect the responses and discuss with the Board. It might be good for the new Board members to see the process before voting.
    - Also, it might be helpful for Board Members to review the calendar.

### Patronage

- The vote was moved to an e-mail format due to a lack of quorum.
- Aj gave a breakdown of the Patronage reporting for new Board Members.
  - The unclaimed patronage has gone to organizations like Youth Empowerment and Advancement Hangout in the past.
  - The retained amount is booked for Member-Owners, but can be used for capital improvements, future expansion, and operating costs. It is paid back if the co-op dissolves.

### Bylaw committee report

- N/A

### **Meeting Recordings**

- The topic deserves more discussion due to reasons of consent etc. and is to be revisited.

### **Final Notes**

- There was a discussion surrounding a gesture of appreciation for RR & ZC.
- Appreciation was also expressed for Meagan stepping in to act as Convener.

### **Executive Session**

N/A