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Council Meeting Minutes  
January 2, 2017

Council members: Steven Farnham (facilitator), Alex Brown, Scott Hess, Rita Ricketson, Carl Etnier left at 6:15; returned at 7:54, Ashley Hill via speaker phone, Marci Young, Bertil Agell left at 7:20, Mark Simakaski

Employee representatives: Kari Bradley, GM; Michal Duffy, Staff Representative; Phoebe Townsend, Human Resources Manager; Stephanie Kononan, Community Relations Manager; Mary Mullally, Storekeeping Manager, Kevin O'Donnell, Operations Manager

Guest: Peter Turmelle, vendor

1. **Welcome, agenda review** meeting called to order at 5:30pm by Steven Farnham. He introduced Peter Turmelle, vendor
2. **Coop Community Comments** 5:32pm Steven relayed a community comment from a grateful gift certificate recipient.
3. **Consent Agenda** (minutes of 12/5 meeting) 5:34: Steven questioned the name of a local vendor included in the minutes. Kari Bradley confirmed it was correct. There were no requests for equity refunds. **Rita moved to approve the consent agenda, Mark seconded and approval was unanimous.**
4. **Committee Preview** 5:35: Alex reminded council of what standing committees exist, and of each committee's function. Ideally each council member participates in two committees. The Executive Committee is comprised of the officers. The Finance Committee meets 5-6 times a year, for dialogue with GM and CFO and to follow the Coop's finances. The Hunger Mountain Cooperative Community Fund Committee meets 3-4 times a year to solicit proposals for grants, review applications, and recommend awards. They may be called upon to do some fundraising. The Nominations Committee solicits applications from members to run for Council. The perpetuation of the Council is the primary task of this committee. The GM Evaluation Committee reviews criteria by which GM is evaluated meets with the GM, reports back to Council about the General Manager's performance and contract. The Annual Meeting Committee sets the theme for the Annual Meeting as well as the agenda. The Ballot Committee oversees the Council elections and must include at least 2 Council members who are not standing for election. The Environmental Ends Committee focuses on how the Council can contribute to the Co-op's environmental mission. Steven noted that there are ongoing committees and there are ad hoc committees created at the retreat. Alex said the Communications Committee was not currently active.
5. **Retreat Planning** 5:45: Ashley discussed the retreat agenda with a 9:00am start time at the Montpelier Senior Center. Marci questioned the activities and accompanying time frames. She noted that there was very little detail in the agenda line items and asked if the allotted times could be compressed to shorten the day by a half hour. Steven did not want to shortchange the group dynamics portion of the meeting. There was concern that shortening the times might

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not allow for adequate discussion. The Retreat Committee will take Council comments and concerns to their next meeting. Additional detail will be added to the agenda and written material will be provided to the Council prior to the retreat.

10. **Environmental Ends Committee** 6:00pm Marci suggested an energy audit frequency goal. She brought up 5 member-generated environmental policy concerns. Michal asked about quantifying an environmental return multiplier factor for local products, similar to the economic return multiplier factor for local products, which could include transportation considerations. Kari suggested that the Council consider what it or the committee can do to support or add value to staff environmental sustainability efforts. Marci recommended communication of environmental ends efforts to members, in order to engage membership.

9. **GM Report** 6:10 Kari announced that on Monday January 9<sup>th</sup> the Co-op will hold a press conference with SunCommon introducing the solar-paneled covered parking. Sales during the week of Christmas were better than budget, but sales were still about 2% below target year to date. Beer, wine, and bulk foods are the areas in which sales have seen the most significant decline. He noted the store was closed for several hours the previous Friday due to a hot water heater failure. There was discussion of a refrigeration failure at Shaw's and the Co-op's monitoring system and contingency plans. The 2017 shopper survey is being created. On January 23<sup>rd</sup> small group discussions will begin on the topic of member discounts.

6. **Business Plan Strategy: Council and Senior Managers** 6:20 Alex prefaced the discussion by asking the Council members to generate ideas, and listen to ideas management has. She set some ground rules for brainstorming. Kari said he hopes to use this series of discussions to take wisdom from the Council for incorporation into the business plan. There was a lengthy discussion of the meaning of "dynamic community of healthy individuals" from the mission as well as potential strategies and tactics to accomplish that goal. Kari thanked the Council and said that the ideas would be considered in the creation of next year's plan.

TEN MINUTE BREAK: 7:22

8. **Monitoring Report: L9 executive succession** 7:43 Kevin is the designated interim GM per the active succession plan. He talked about how the succession plan worked on a temporary basis while Kari Bradley was away on vacation the prior week. Kari Bradley reported on the ongoing non-compliance with regards to sufficient contingency safeguards for all key management functions. He expects to be in compliance by March 2017. **Scott moved to accept the report. Alex seconded the motion. The report was unanimously approved.**

11. **Staff Rep Report** 7:50 Michal reported on good staff cooperation during the holiday season. Mark commented that staff was helpful during one of his product demonstrations. Michal reported that there are two arbitrations pending to resolve union grievances and one is scheduled for February 8<sup>th</sup>.

12. **Wrap Up** 7:52 Kari stated two action items: the Retreat Committee will reconvene and the Executive Committee will discuss the next strategy session topic.

13. **Council or Community comments** 7:55 Rita commented that signage for recycling in deli needs to contain more information. Peter Turmelle asked about cardboard recycling and Kari said he would look into options, noting that the former paper mill in NH that previously recycled cardboard went out of business.

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14. **Other Business** 8:00 Alex noted that Rita is producing a Council video on the role of cops in in the economy, which Rita will complete and submit by February 16.

15. **Executive Session** 8:02 **Alex moved the Council move to executive session for three personnel issues. Rita seconded the motion which was carried unanimously by voice vote.**

**Rita moved, Mark seconded and the Council unanimously voted to come out of executive session at 8:26pm.**

**Mark moved, Rita seconded and the Council unanimously voted to adjourn at 8:27pm.**

Action Items:

The Retreat Committee will reconvene with Michael to finalize the agenda.

The Executive Committee will discuss next strategy session topic.