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## Council Meeting Minutes

June 25, 2018

Facilitator: Mark Simakaski

Note Taker: Robyn Joy Peirce

### ATTENDEES:

Council Members: José Aguayo, Ashley Hill, Dr. Eric Jacobson, Scott Hess, Patrice Siergiew, Mark Simakaski, Steven Farnham, Carl Etnier, Bertil Agell (By PHONE until 5:45)

Staff: Kari Bradley (General Manager), Lydia Busler (Staff Rep), Jay Wisner (HR), Robyn Joy Peirce (note taker), Stephani Kononan (Community Relations Manager), Kevin O'Donnell (Operations Manager), Tim Wingate (Finance Manager), Lisa Rochelle (Wellness Staff), Tyson Meyer (Grocery Staff)

Other Guests: Billy Donovan

### **1. Agenda review, Time Allocation, Guest Policy Review**

5:31pm (0:00:00): Item #4 Employee Survey Results is postponed due to medical emergency of the presenter. Eric expressed concern with missing the protest in town due to this meeting.

### **2. Cooperative Community Comments**

5:37PM (0:06:11): Member-Owner Karen Gallas wrote to ask Kari to bring the idea of Vermont Cooperative Insurance offering a discounted home and auto insurance rate to Co-op member-owners. There was no interest in pursuing this offer. Lisa Rochelle wanted to speak to agenda item #12 as she cannot be in the meeting at that time. She strongly urges council to continue taping and suggests adding a webinar format for further member engagement.

5:39PM (0:08:26): Employee Lisa Rochelle spoke briefly to advocate continuing the practice of audio recording Council meetings. Lisa also suggested adopting a "webinar-type" format to enable participation of others beyond just being able to hear the meeting after it is over. This was followed by a discussion about whether there would be a vote on recording of meetings. Carl advised that a motion is in order at any time, but what Roberts' Rules say, and what seems to be best policy for us are not necessarily the same.

5:43 (0:12:30): Bertil is signing off because he cannot hear or participate with current phone conferencing set up. Steven reports that a customer approached him in the café and told him they really like the Co-op

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### **3. Consent Agenda: Approval of minutes, Refund Requests**

5:45PM (0:14:50): Approval of June monthly meeting and equity refund requests. There was one additional refund request added that brought the new total to five requests for \$870. José asks if we track reasons given for requests. Robyn will supply this information by next meeting.

**Mark moved to accept, José seconded and passed unanimously.**

### **4. Employee Survey Findings - POSTPONED**

#### **5. Business Plan Presentation**

5:48PM (0:17:32): Kari introduced the plan including current situation, marketing plan, and co-operative priorities.

5:51PM (0:20:56): Jay Wisner provided detail about the pilot staff suggestion program. Ashley suggests more formats beyond a paper form. Lisa is grateful for the process and feels it was successful for her.

5:59PM (0:28:08): Kevin O'Donnell presented information about the planned bakery reset.

6:09PM (0:38:25): Kari talked about a plan for strategic discussions with Council, management team, employees and Member-Owners.

6:13 (0:42:50): Kari provided an overview of the financial plan, including operating budget details, capital budget and multi-year projections.

### **6. Monitoring Report: L6 Planning**

6:23PM (0:52:34): Kari clarified that council considers the monitoring report associated with the business plan and budget rather than the plan itself. There was discussion of the report.

**Mark moved to accept, José seconded. Unanimously accepted**

**BREAK** 6:30 p.m.

(beginning of audio part 2)

### **7. Ethics Group**

6:39PM (0:00:10): p.m. Scott Hess recapped the most recent ethics group meeting. Eric expressed the frustration of the member-owners who brought their concern about Israel to the council. He wants better protocol in place for responding to ethics issues in general. There was confusion of the Ethics Group members about purpose of their last meeting. Ashley brought up

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her research of what other co-ops do. Group will meet again to discuss ethics more generally and then meet with the members concerned about Israel for follow up.

### **8. Annual Meeting Committee – Agenda draft review**

6:54 (0:14:01): p.m. Carl suggested having a guest speaker presentation and a facilitator who is not on the Council.

**Mark moved to accept draft of agenda, Steven seconded.** There was discussion of the facilitator's gender and of group dynamics. Billy raised concern about more time wanted for member Q & A. **Unanimously accepted.**

### **9. Recruitment Committee**

7:01 (0:21:18): p.m. Kari shared information about committee's plans including potentially targeting wider demographic to encourage younger, female, and more diverse candidates. Mark reminded the committee about using a letter to reach out to staff.

### **10. Bylaw Committee**

7:04PM (0:24:17): Carl informed the Council of the committee's work to recruit member-owners to join committee. The Council will have a list of possible committee members to consider at its next meeting.

### **11. HMCCF Committee**

7:05PM (0:25:10): The committee is requesting that the uncashed patronage refunds from FY2017 and 2018 be directed to the Cooperative Community Fund for its grant program. The value of uncashed patronage refunds from FY2017 is currently \$7K. **Mark moved to allocate uncashed FY2018 patronage refunds to HMCCF, Carl seconded, unanimously accepted.**

**Mark moved to allocate uncashed FY2019 patronage refunds to HMCCF, Eric seconded.** Carl suggested tabling until closer to time of mailing in case the newly elected council in January 2019 wants something different and there was discussion. Mark called the question. **Seven in favor, one opposed. Steven clarifies that he is in favor of HMCCF, but does not like the timing of this vote. Motion passed.**

### **12. Executive Committee: Taping of Meetings**

7:13PM (0:34:00): Scott introduced the topic, saying that other co-ops do not tape meetings and recording may hinder people from speaking freely. Steven read an email from member-owner Eva Schectman per her request in support of continuing to record the meetings. There

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was discussion of expanding access of meetings using video conferencing. Discussion of pros and cons. No one has strong opposition so the meetings will continue to be taped.

### **13. Staff Rep Report**

7:21PM (0:41:36): p.m. Lydia reviewed her written report that included safety training response, union members encouraging staff to stand up for each other to encourage an environment of respect, and mold found in the mop room (which was contained and removed).

### **14. General Managers Report- Kari**

7:33PM (0:54:04): There was discussion of donations and grant allocation, a staff party, early debt retirement, and upcoming Council training opportunities. There were questions about GMO Labelling Law, FDA's "added sugar" labelling, ergonomic equipment in the meat room and Truckload Sale lines.

### **15. Wrap-Up: Actions, Communication, Calendar, Evaluation**

7:38PM (0:59:28): Actions:

- Follow up with member about VT Cooperative Insurance
- Recruitment letter urging employees to consider running for council
- Ethics group meeting and follow up with members

Steven thought meeting went very well. There were requests for better phone conferencing.

### **16. Council or Cooperative Community Comments**

7:41PM (1:02:06): Eric wondered of the possibility of multiple speakers on one topic at Annual Meeting

### **17. Other Business**

7:43PM (1:03:16): Steven wants to formally thank kitchen for providing dinner at council meetings. Appreciation to children of council members who were well behaved and present at this meeting. Scott thanked Stephani and Tim for attending and for their work.

7:44PM (1:04:08): **Mark moved to start Executive Session for the GM evaluation, Ashley seconded, approved unanimously.**

### **18. Executive Session**

**Council exited executive session and adjourned at 8:27 PM.**