



Present: Eric Jacobson, Eva Schectman, Deb Robinson, Steven Farnham, RJ Adler, Olivia Dunton, Catherine Lowther, Jen Porrier, Andrew Sullivan.

Staff: Kari Bradley, Stephani Kononan, Jay Wisner.

Staff Representative: Rachel Andreyev

Facilitator: Elly Wood

Note Taker: Rowan Sherwood

Guests: Carl Etnier, Stephanie Kaplan, Scott Hess.

Audio begins as item one is in progress.

1. Welcome, agenda review, time allocation, guest policy review 5:30PM (0:00:00)

Elly welcomed the group and took a moment to acknowledge the land on which we do our work and the Abenaki people who have inhabited it. The guest policy was clarified as well as the content of an agenda item.

2. Cooperative Community Comments 5:37PM (0:06:08)

Stephanie Kaplan began the conversation, describing her extensive work on the bylaw committee and the process used to update the bylaws. She explained that Eric's questions in the council packet have been answered and since last year's meeting was cancelled the committee is ready to move forward with a hybrid in-person/teleconference meeting this year. Scott agreed with Stephanie and thinks this meeting should not be put off. Carl echoed both Stephanie and Scott and asked if he should stay for the bylaw agenda item. Stephanie asked if that agenda item could be moved up. There was some discussion of this and it was decided to move the agenda item to right after the consent agenda.

3. Consent Agenda 5:52PM (0:20:53)

RJ moved to accept the consent agenda. Eva seconded. Kari made sure folks knew it included equity refund requests and Eva clarified that the February minutes were also included. **The motion passed unanimously.**

4. Review of Proposed Bylaw Revisions 5:55PM (0:24:10)

Kari began by acknowledging that the current council needs to get up to speed on the proposed changes to the bylaws. The council's role is to recommend changes to the members, so they need to understand and feel good about them.

Eric stated that he still has some big questions and acknowledged that this is a big undertaking. The council needs to decide if this is to be a central focus.

Steven said that the current iteration of proposed changes utilised a different process than previous attempts and was much more inclusive. He thought this meeting was to decide if the council is giving the committee approval to move forward.

APPROVED

Elly clarified that this meeting is to see if the council is ready to put the energy into moving forward with a vote. Eric agreed, the goal is to determine if the council will take this on.

RJ noted that this was a highly politicized topic and asked if it could be broken down into more and less controversial chunks. Steven reminded the group that this is already done: there is a core document without controversial items, and five extras that the committee feels need to be voted separately.

Eva expressed that she wants to hear from new council members.

Andrew said that he approves the changes as they are broken down into more and less contentious topics.

Deb said that she'd like to hear about the actual changes, not just the process. Catherine agreed.

Eric noted that the proposed bylaws were in the packet. Steven pointed out that they are also on the website.

Jen also wanted to hear more about the substantive changes.

Olivia put in that the committee has done their work and agrees that the council's job is to educate new members. She is not convinced that now is the time to take up moving forward with a vote and proposed moving it to spring 2022. RJ agreed with this.

Elly suggested that there may be more work to do before deciding to have a meeting of the members.

Steven summarized by saying that the proposal is ready to move forward, it seems that a fall meeting wouldn't be a burden on staff, and new council members still need to get up to speed. He reiterated that the process included doing as much as possible to involve members.

Rachel thought there was still a lot of work to be done. **Eric moved to table the discussion. Eva seconded.**

Discussion of the motion to table: Eva said that before we move forward with anything else we need to make a plan on getting everyone informed. She said she wants the committee to continue their work.

RJ said it would be really helpful to have a concise version of the changes being proposed. Steven responded that this was a wholesale makeover and concise would be hard to come by. Eric went back to the idea of tabling the discussion until next meeting so new council members could meet with Carl and get up to speed on the changes.

Andrew put in that a red-line version would be helpful.

8 Ayes, 0 Nays, 1 abstention. The motion passed.

*****BREAK*** 6:38PM (1:07:00)**

5. Council Retreat Part II (April 16) Preparation (1:15:14)

Eric began by acknowledging that we were an hour off track and encouraged folks to stay on track.

Eva asked if there were any questions about the April 16 agenda.

Rachel wondered if the board process section was repetitive and basic and if it would take away from the JEDI work. Eva replied that it is to get clear on definitions and that is important for everyone to be on the same page.

APPROVED

Steven pointed to the first agenda item which asks what we want to achieve, and wondered how we can answer that question if we don't have discussion about it first. He also asked that any videos be made available beforehand.

Eva responded that it is a part of pre-meeting prep, to get a baseline on what they hope to achieve during the meeting.

Eric added that the council will be reviewing the work of the JEDI committee and deciding whether to draft an ends policy or a limitations policy.

6. Committee Work 6:56PM (1:25:17)

Carbon Neutrality Committee: Catherine asked if there were questions on either draft of the committee charter. There was some discussion about the different versions out there.

RJ clarified that we are voting on the version in the packet, and moved to accept the proposed charter that is in the packet. Eric seconded.

Discussion: Andrew said that the committee's job should be limited to research, not operations. Catherine countered that in the face of the climate emergency, it is urgent to act. Andrew made clear he wanted the charter amended to limit the committee's work to research only. RJ responded by saying the council needs to approve anything the committee comes up with and was not clear on the need to redraft the charter.

Steven added that yes, the committee should do research and present their findings to the whole council. If warranted, the council would present a plan to the GM based on the committee's research. Eva asked if anyone else felt strongly about this. Olivia felt strongly that the council not dictate operations to staff. But it is valid to make suggestions based on research.

Catherine reiterated the basic logic that if in their research finds problems, action is appropriate.

Eric was concerned about operational directives and proposed an amendment that would remove #4 from the draft charter.

Andrew wants all references to assessments and proposals to be struck. The council has not approved targets. He thought the problem with the charter is that it takes for granted that the council thinks certain things need to be done.

Catherine reiterated that the research has been done and now is the time for action. She thought we need to keep #4.

Steven proposed an amendment that states the committee will present its findings to the council.

RJ said that Andrew's criticisms were valid and pointed out that #3 already includes #4.

Catherine said again that the council needs to be doing things.

Eric said we need to vote or table – we are out of time.

RJ restated his motion to accept the proposal with friendly amendments to strike #4 and loosen the language on #3 to “present to the council the findings for discussion toward a climate action plan.” Olivia seconded.

6 Ayes, 1 Nay, 1 Abstention. The motion passed.

Communications Committee 7:18PM (1:46:51)

Eva asked committee chairs about reaching out to members who expressed interest in committees through the shopper survey.

APPROVED

Steven moved to accept Eva's proposal with the amendment of striking the part about recruitment. Eva seconded.

Eric has concerns and wants to talk about it more.

Eva said she wants to respond to the people who expressed interest.

6 Ayes, 3 Nays, 0 Abstentions. The motion passed.

7. Shopper Survey 7:26PM (1:55:00)

Stephani Kononan introduced herself as the Community Relations and Marketing Manager and briefly described her team's work. She presented specifics from this year's shopper survey results. While the number of respondents was down slightly, all measures showed improvement over previous years.

Kari addressed the recurring issue of inconsistent customer service detected in the comments. He said that customer service fundamentals will be a focus of staff development this coming year.

Eric asked if all the comments could be made available. Kari will distribute them to council members.

8. Action Items 7:50PM (2:18:30)

- A special session with Carl will be arranged to get new council members up to speed on proposed bylaw changes.
- Include continuation of tabled Bylaw discussion in next meeting agenda.
- Include February minutes in next packet.
- Finalize and post retreat agenda.
- Determine how many new members each committee is open to.
- Circulate summary of proposed bylaw changes.
- Circulate shopper survey comments.

9. Meeting Evaluation 7:53PM (2:21:40)

Everyone agreed it was a bit of a rough meeting. There were some challenging topics and good discussions. Some folks expressed a desire for more structure around difficult topics and there was general consensus that the group needs to stay more focused.

10. Community Comments 8:01PM (2:30:10)

There were no additional comments.

11. Other business 8:02PM (2:30:25)

Earlier in the meeting, discussion of the March 10 Retreat was scheduled for Other Business, but in view of the late hour, and overall Council fatigue, it was agreed to table this discussion until next time.

8:03PM (2:30:50) Eva moved to adjourn the meeting. Olivia seconded. The motion passed unanimously. Meeting adjourned at 8:03PM.