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[Council Meeting June 1, 2020](#)

Present: Scott Hess, Katie Michels, Pat Siergiey, Steven Farnham, Olivia Dunton, Julia Goldstein, Eric Jacobson, Eva Schectman, Andrew Sullivan.

Staff Representative: Jess Knapp.

Staff: Kari Bradley, Stephani Kononan, Tim Wingate, Jay Wisner, Elly Wood

Staff Representative: Jess Knapp

Facilitator: Mark Simakaski

Note Taker: Rowan Sherwood

1. Welcome 5:30PM (0:00:05)

Mark Welcomed the group and called the meeting to order.

2. Agenda Review 5:30PM (0:00:14)

There were no agenda changes.

3. Comments 5:31PM (0:00:54)

There were no community comments.

4. Consent Agenda 5:31PM (0:01:27)

Approval of minutes, equity refund requests.

Scott motioned to approve the content agenda. Steven seconded. There was no discussion. The motion was approved unanimously.

5. COVID-19 Response and Preparedness Update 5:04PM (0:03:35)

Kari presented an update as a discussion opener. Staffing is fluid, and the Co-op is fortunate that, thus far, staffing matches the need. Summer vacations may create an uptick in staffing issues, and individuals returning to work will also have an affect.

Scott asked when we would consider hiring more people and how long we would hold jobs for those who are out. Kari responded that we are hiring subs in several departments, we are not asking people to come back yet, and we will hold positions at least until the state of emergency is lifted.

Steven said he was happy to see the staff meals being offered, he likes how we are shifting the member appreciation weekend to a full week, and asked if we could utilise a coupon for that. Kari is open to offering discounts without a compressed timeline, as we are still trying to minimize traffic through the store. Steven asked what is "personal shopper." Kari explained it is when we shop for people from their specific list. It is fraught with inefficiencies and not well suited to our scale.

Eric asked about the truckload sale, especially the fall, highlighting that folks may want to stock up for winter. Kari explained how we are handling it now, with items offered in store, but without a lot of fanfare. We may stick to that model in Autumn. We may consider pre-ordering and pick-up.

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Katie asked what role the council could play at this time. Kari said there's a desire for community connection. Maybe we could offer some online meeting opportunities for members. Council info sessions are beginning soon; maybe those could include a section where members could offer ideas and ask questions. Eva likes this idea. Kari also said the business plan could include suggestions for the council.

Scott asked Olivia if there were plans to change the product mix. Olivia responded that she has been concentrating work on this, focusing on bringing in more Field Day products for a lower price point as well as larger sizes. She has increased her re-set schedule to ensure she understands what's working (or not).

Steven offered congratulations on the positive customer feedback. He asked if Kari could include last year's sales, transactions, hours worked in the daily updates comparison. Kari said our numbers have been consistent with what other co-ops have been reporting. He then asked about resuming special orders and offering another \$5 meal. Kari said we may be able to work a \$5 meal into the Lunch to Go model. SPO's are close, but the bulk department does not yet have sufficient staffing. We want to be able to offer SPO's across all departments when it resumes.

Eva brought up the idea of using the kitchen as a community production kitchen. Kari said he can't speak to that right now, but the physical layout makes it difficult to keep socially distant, but adding 3rd shift might help.

6. Bylaw Committee Report 6:02PM (0:32:11)

Scott began the discussion by asking if the council thought we should proceed with voting on the bylaw changes at the annual meeting given the current circumstances. It could be limited to the non-controversial items and we could save the more heated topics for when we can gather in person again.

Olivia said she worried that people will feel like we are trying to pull something. She also wondered about the legal status of online voting for bylaw changes.

Julia has heard about the problem two years ago but doesn't understand why people would have a problem with cleaning up the language. She felt confused but thinks we should proceed with those.

Katie could see both sides, but saw value in postponing until we have an in-person meeting.

Pat said we should proceed.

Steven supported proceeding with a lot of outreach; anticipate and embrace resistance.

Eva agreed with Steven - move forward with caution.

Andrew felt very strongly that we should not proceed.

Eric reflected on feedback from 2 years ago, reminding us this is an anxious time. We haven't done the education and outreach and he doesn't see the urgency. He thinks we should wait.

Scott asked about the legal research. Kari said that based on his research, we appear to have a legal basis to proceed with a member vote, but it's not clear if that is what members want.

Jess suggested using the Annual Meeting to gather input, but maybe not have a vote.

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Scott reiterated that these are not controversial issues and there's opportunity for a lot of education before November. He thinks it would be a shame to lose the momentum of the committee.

Mark asked if we were going to table the issue or take a vote.

Scott asked for a vote, and clarified that this is to authorize the bylaw committee to develop a plan to be presented at the 6/22 Council meeting.

Mark asked for a count of who was in favour of authorising the bylaw committee to develop a plan, who was opposed, and if there were abstentions.

Seven supported the idea, and two were opposed. The bylaw committee will submit a plan for Council to approve June 22nd.

7. Committee Reports 6:21PM (0:50:38)

Recruitment Committee: Eva laid out info in her written report and asked for questions. Katie thought making a video is a good idea, and recommended about 3 minutes' duration.

Eva agreed that 30 seconds per council member is enough to convey a message. Pat asked about how to do it. Would folks have creative freedom or would there be a uniform format?

Eva said each person could do it how they wanted.

Steven added that the most effective way to get individuals to join the council is to ask them directly.

It was clarified that each person would make their own 30 second video and they would be edited together.

HMCCF Committee: Pat stepped down, Olivia joined. We will have around \$10,000 to disburse in grants this year. The focus should be on helping with food insecurity.

Scott moved to accept Olivia to the HMCCF Committee. Julia seconded. The motion passed unanimously.

Annual Meeting: Mark noted that the draft plan was included in the packet, and asked if anyone had any reticence on moving forward with a virtual Annual Meeting. There was none.

General Manager Evaluation: **Eric moved to lift the requirement for a GM evaluation since we are lifting the requirement to evaluate other employees. Pat seconded.**

Discussion: Scott said we should perform a GM eval, even if we can't do a staff survey. **7 in favor of suspending GM eval, 2 opposed. The motion passed.**

8. Financial Report: 3rd Quarter Statements 6:36PM (1:05:54)

Tim presented the 3rd quarter reports. The Co-op is in a good financial position.

Eric asked about high labor costs. Kari explained it's because of the essential worker pay differential and a bonus calculated like a gain share. There was also a regular gain share in this quarter.

Pat asked if the PPP loan was extended to 22 weeks. Tim said it is stuck in Congress so we don't know yet if it will be extended.

Steven asked why the payroll accrual on the balance sheet was up. Kari said it's related to when payroll falls relative to the quarter's end.

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Steven asked why equipment repairs and maintenance were half of what they were. Kari clarified that nothing has been deferred and we were fortunate to avoid repairs.

**9. Monitoring Report: L5/L7 Financial Condition, Protection of Assets 6:45PM
(1:14:48)**

Scott motioned to accept the monitoring report. Olivia seconded.

Discussion: Kari reported that the Co-op is in good condition and referenced the report Tim just gave. Steven asked if it weren't for the reverted equity would we still have equity growth, Kari responded that he would have to look that up and get back to Steven. He also asked if we should be counting retracted memberships toward paid in equity. Kari said yes, we will hold onto it as per the bylaws until we need to return it, so it counts. Lastly, Steven asked for an explanation of the term "material violation" in regards to the financial statement. Tim responded by saying that a material violation can be up to 10% of assets or \$100,000, depending on what you are looking at. It may also be judged not just on the variance of one item but an aggregate of things. Eric asked why the cost of goods was up 7%. Kari explained that because sales were up we purchased more. Because of good buying practices, the COG increase did not exceed the rate of sales growth.

The motion passed unanimously.

10. Council Development 6:50PM (1:19:48)

Scott asked for feedback on the Columinate financial series. There was general consensus that it was good. It started out basic and quickly accelerated in complexity, which was a bit challenging for some.

Mark asked what else the Council needs to be better.

Katie expressed, given current events related to race, more anti-bias training would be good. Jess suggested more regular review of the financials. Pat felt that the presentation was good, and recommends it for future new board members. She said it'd be good to have more background on financial monitoring.

11. Staff Rep Report 6:59PM (1:28:43)

There is concern around sales, especially in the deli department. Also there is concern around managers doing bargaining unit work in the deli, especially stocking beer and wine instead of focusing on increasing sales. There is also concern about the merging of the wine and beer buyer and cheese buyer roles.

Subs are feeling under-appreciated, especially as full timers return to work. Could the council/management do something for subs?

Kari responded that the idea about combining wine, beer and cheese buyer functions is to have that person focus on the higher level buying functions and not as much production/floor work. The union has asked for a written summary of the new position and Kari will provide that within the next week. Kari said he is not sure what we can do for subs given the nature of the position.

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12. GM Report 7:06PM (1:35:32)

Kari reported that there are 17 people registered for CCMA. Business plans and budget will be presented at the 6/22 meeting. Given the uncertainty we are facing they will be interim plans. He asked if there were any concerns or suggestions on this. There was not.

13. Climate Resolution 7:09PM (1:38:34)

Scott introduced the topic by letting the council know that it is moving through Congress now, and Peter Welch has signed on to it. In addition, it is non-binding and 30 other co-ops have signed on.

Eva motioned to support the climate resolution. Katie seconded. Seven in favor, Andrew opposed, Steven abstained. The motion passed.

14. Wrap up: Actions, Communication, Calendar 7:12PM (1:41:56)

Kari listed action: follow up on signing the climate resolution, and add Olivia to the HMCCF committee. The Bylaw and Annual Meeting committees will continue developing their plans. Eva asked Kari if he would initiate another recruitment committee meeting before 6/22. Andrew said he is in conversation with a member about joining the council.

15. Meeting Evaluation 7:15PM (1:44:32)

Mark noted that people were not multi-taking during the meeting. Everyone seemed focused and engaged. Steven noted that during the meeting, 3 individuals lost their GoToMeeting connection and suggested we explore Zoom, as it may present less demand to poor internet connections, and it appears to recover better. Eric appreciated the strong facilitation. Eva mentioned difficulties with the online meeting technology and suggested that it would be good to have some back-up.

16. Council or Community Comments 7:20PM (1:49:36)

There were none.

17. Other business 7:20PM (1:49:54)

Andrew mentioned that staff told him they were treated abusively by a customer and asked if their membership could be revoked. Eric said we can not revoke membership, but we can ban individuals from the store. Kari said there is no provision in the bylaws for revoking membership. Banning is the only tool we have; so it is the one we use when needed.

Steven asked for clarification on employee evaluations - will any employee requesting an evaluation receive one. Kari answered in the affirmative. Pointing out that Council had just voted (item 7, above) to suspend the GM evaluation, **Steven asked if Council wants to make it GM's option to request an evaluation?** There were approving nods for this, so **Steven made it a motion. Eva seconded.** There was no discussion. **8 in favour, 1 against. Motion Approved.**

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Olivia asked if we were planning to issue a statement around the riots in Minneapolis. The council was in agreement that it is a good idea to do so and the executive committee will draft something in the next day.

18. 7:28PM (1:58:01)

Steven motioned to adjourn the meeting. Andrew seconded. The motion passed unanimously. Meeting adjourned. 7:29PM (1:58:47)