



## Council Meeting Notes

February 7, 2022

**Present:** Eva Schectman, Jen Porrier, Julia Scheier, RJ Adler, Lauren Antler, Catherine Lowther.

**Missing:** Steven Farnham, Olivia Dunton, Andrew Sullivan.

**Staff:** Kari Bradley, Mary Mullally, Stephanie Kononan.

**Guest:** Sasha Conroy.

**Facilitator:** Elly Wood.

**Note Taker:** Rowan Sherwood.

Meeting recording accessible [here](#).

### I. Introduction

**1. Welcome, agenda review, time allocation, guest policy review. 5:32PM (0:01:10)**

Elly welcomed the group. There were no changes to the agenda.

### 2. Cooperative Community Comments.

**5:34PM (0:03:36)**

Catherine was happy to hear all of the positive feedback from members that Kari sent out.

### II. Regular Business

**3. JEDI Education: Changing culture in Organizations. 5:35PM (0:04:40)**

Eva introduced the format for the activity and framed the questions to be discussed. Members of the group joined breakout rooms and discussed the Co-op's placement on the anti-racism continuum.

When the groups reconvened, it was clear that there are a wide range of perspectives. Some folks feel that the co-op's position is good; others think improvement is needed. One theme that emerged addressed the

constraints of Central Vermont demographics. Opportunities to test intentions of inclusivity are scarce in a largely homogenous community. One idea was to view the continuum as an action list. It was also suggested that diversity can be considered in a broader more subtle way. Eva noted that acknowledging privilege is part of the work.

**4. Consent Agenda: Minutes, equity refunds, L4 Monitoring report, renew line of credit. 6:06PM (0:23:12)**

**RJ moved to accept the consent agenda. Jen seconded.**

Discussion: Kari noted that the monitoring report was withdrawn and would be presented in March. There was no further discussion. **The motion passed unanimously.**

**5. Reports: Committees, Staff Rep., GM FYI. 6:07PM (0:24:50)**

Kari reported that the bylaw committee met and recommends a virtual special meeting to vote on bylaw changes on May 12<sup>th</sup>. It will require significant work on the part of the committee, council and staff to pull it off. More info will be forthcoming as the plan develops.

Jen liked Nick's idea of the pandemic post-mortem and coffee klatch. Nick and Jen will connect to move forward with it.

**6. GM Evaluation Process Approval. 6:12PM (0:29:34)**

**RJ moved to accept the process. Eva seconded. The motion passed unanimously.**

## APPROVED

### 7. Approve Committee Charters. 6:14PM (0:31:25)

Kari shared that several committees did not have charters and presented charters for the GM Evaluation and Executive Committees for approval. **Eva moved to accept the Committee Charters. Jen seconded.** The motion passed unanimously.

### 8. COVID-19 Statement Update. 6:16PM (0:33:32)

Eva asked the group to reflect on the statement that was presented in January. Speaking in turn, each Council member indicated support of the statement.

\*\*\*\*\*BREAK 6:21PM (0:38:30)\*\*\*\*\*

### III. Special Business

The meeting was ahead of schedule, and the guest to discuss the solar project was not yet present, so the Council skipped to a different agenda item.

### 9. Whistleblower Procedure 6:32PM (0:40:16)

Eva asked for comments/questions on the proposed policy.

Lauren wondered if and how staff reviews policies such as these. Elly explained that it is periodically included all staff training. She noted that the intention is information sharing, not feedback gathering.

Kari clarified that this is to imagine what we would do if the situation arose. Catherine wondered about the legal aspects of such a scenario and Eva said that that is why we need it documented. It was noted that the co-op does have a lawyer to assist in making legal determinations.

**Eva moved to accept the proposal. RJ seconded.**

Discussion: Nick noted that it seems very focused on violations involving fraud and wondered if it covered other circumstances of wrongdoing. Kari confirmed that it has a broader scope. Nick asked if the policy would specify what constitutes a serious matter. Kari replied that it is broadly defined. RJ stated it is worthwhile to keep it open to interpretation to not limit what it covers. Eva suggested a modification to include bringing complaints to any council member. Lauren indicated there should be a means to include other council members in the process. Jen said the steps need to be more clearly laid out. Jen will work with Kari to accomplish this. RJ recommended tapping outside resources.

There was no vote on the motion.

### 10. Retreat Planning 6:55PM (1:02:34)

Eva asked the group what they learned from the last retreat session that could inform the next one. Catherine noted that it was very full and thought quality suffered for it. RJ would like more unstructured time. Lauren explained that retreats should address significant matters. Julia reflected on the comments made in the evaluation saying some felt intense and inappropriate, the second retreat should be crafted to best serve Council's needs, and wondered if a culture shift is needed.

### 11. Executive Session on solar project. 7:01PM (1:11:07)

Attorney Sasha Conroy joined the meeting. The Council entered executive session with Kari, Mary and Sasha to discuss the possible purchase of two solar arrays.

### 12. Vote on Solar Project. 7:35PM (1:11:07)

**Eva moved to adopt 2 resolutions, one to borrow money and two, to purchase two solar arrays. Catherine seconded.**

## APPROVED

**The motion passed unanimously.**

### 7:43PM Resume Retreat Planning **(1:19:03)**

Eva recapped the earlier discussion. Lauren added that she feels we need more space to be creative. Julia revisited her feelings on the comments. Kari agreed they were inappropriate. Eva wondered how we should respond. There were varying opinions, and it was felt that the whole council should be present for this discussion. Eva asked for help in crafting the next session. The group thought she should handle it. Julia suggested checking in with the facilitator to make sure she is comfortable doing it again. Nick suggested a theme. Lauren added that

what is done at a retreat depends on what the group wants to get out of it. She shared three possibilities: team building, developing solutions to known problems and defining problems. The group agreed to think on those ideas and begin an email discussion about it.

### 13. Wrap Up 8:08PM (0:00:00)

Meeting Evaluation: The group felt they covered a lot. Several people expressed excitement on closing the solar project deal.

### 14. Adjournment 8:15 (0:00:00)

Catherine moved to adjourn the meeting. Lauren seconded. The motion passed unanimously.

What	Who	Done
Council/staff get together - next steps	Jen/Nick	
GM evaluation - next steps	Eva/Elly	
<ul style="list-style-type: none"><li>• Edit whistleblower procedure to address cases where president or other officers are implicated</li><li>• Consider broadening employment policy to include any council member</li><li>• More detailed process</li></ul>	Jen, Kari	
Sign solar resolutions	All council	
Circulate retreat purpose poll	Kari /Eva	
Decide best means to circulate council info	?	