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**Council Meeting Minutes
April 4, 2022**

Present: Eva Schectman, Jen Porrier, Julia Scheier, Steven Farnham, RJ Adler, Lauren Antler, Catherine Lowther, Andrew Sullivan.

Staff Representative: Nick Sivret

Staff: Kari Bradley, Stephani Kononan, Mary Mullally

Facilitator: Elly Wood

Note Taker: Rowan Sherwood

I. Introduction

1. Welcome: Agenda review and time allocation, guest policy review if needed 5:30PM (0:00:00)

Elly welcomed everyone at 5:30PM, and reviewed the agenda. Kari asked to add solar project to the executive session. The council discussed the process for interviewing applicants for the council vacancy. Steven commented that the April packet contained the wrong version of the February minutes and the correct version was emailed out.

2. Cooperative Community Comments 5:31PM (0:00:11)

There were no cooperative community comments.

II. Executive Session

3. Executive Session: Council Appointment Interviews, Labor Contract, Solar Project 5:35PM (0:05:30)

Eva moved to enter executive session. RJ seconded, and the motion was unanimously approved. Suzanne Trahey joined the executive session at 5:45 to be interviewed. After her interview, at ~6:05, Suzanne left and Jeff Roberts entered executive session for his interview. At ~6:20PM Jeff departed, and Kari joined executive session. Andrew and Nick left

executive session prior to the labor contract discussion.

Steven moved to exit executive session at 7:01 PM. RJ seconded and the motion was unanimously approved.

4. Council Appointment vote 7:03PM (0:08:14)

Eva moved to appoint Jeff Roberts to fill the open seat until the next election. Jen seconded. Ayes 6 Nays 1. The motion to appoint Jeff Roberts to the Council Vacancy was approved. Eva will contact candidates and Kari will handle other logistics.

***** Break *****

7:06PM (0:11:42)

III. Regular Business

5. JEDI Education: Health and Health Care 7:16PM (0:12:12)

Participants joined breakout groups to discuss the material. Upon return there was a common feeling that there is never enough time for these rich discussions.

6. Consent Agenda 7:40PM (0:23:48)

RJ moved to approve the consent agenda. Eva seconded. There was no

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discussion. The motion passed unanimously.

7. Ground Rule revisions 7:41PM (0:24:45)

Eva asked if there were any questions related to the the meeting ground rules revisions. There were not.

8. Committee Charters 7:44PM (0:27:40)
Steven introduced the Annual Meeting and Recruitment Committee charters, and described their purpose. **Steven moved to approve the Annual Meeting and Recruitment Committee charters. RJ seconded. The motion passed unanimously.**

9. Monitoring Reports L1/L3 Treatment of Shoppers/Members 7:46PM (0:29:51)
Steven moved to accept the monitoring report. RJ seconded.

Discussion: Kudos from RJ to staff for all they have done throughout the last two years. Andrew mentioned that while Kari reported compliance, he thinks it would be worthwhile to discuss how members are being educated on policies. Steven gave a specific example of how graciously a staff member handled a very upset and animated individual who was opposed to wearing masks.

The motion to accept the monitoring report was unanimously approved.

III.Special Business

10. Retreat Debrief 7:51PM (0:34:26)

Eva asked if everyone had looked at the action items from the retreat and suggested they assign priorities. They began that process, and then Lauren suggested they complete that process by all weighing in on a google doc. She felt it would be useful to have more time to think about it. Eva agreed to change the google doc to allow for

that. Andrew put in that none of these items should be off the table and the group should be thinking about all of them all the time.

11. Bylaw Special Meeting: Outreach plan 8:04PM (0:47:00)

Kari shared that the committee and staff are working hard to get a good turnout to the special meeting and achieve a positive vote on the basic set of revisions. He emphasized that council members should familiarize themselves with the material and work to recruit folks to attend the meeting and vote. Steven added that it's important to use language that conveys the information in a non-alarmist tone, making it clear that the intent is to make the bylaws clearer and easier to implement. He also reiterated the legality of the proposal and the process to improve it.

12. Mask Policy 8:15PM (0:58:49)

Kari explained that today was the first day the co-op has been mask optional in a while. There are strong feelings on all sides of the issue. The intention is to follow the most current guidance.

13. Whistleblower Policy Revision 8:22PM (1:05:21)

Kari and Jen presented a revised policy they hope addressed the concerns raised last time. **RJ moved to approve the Whistleblower Policy Revision. Jen seconded.**

Discussion: Steven expressed a concern that just because a given complaint did not, in it's text, implicate the GM, does not mean that unbeknownst to the complaint's author, and/or council, that the GM is not somehow involved, and that he feels that investigation into the complaint should occur first (by Council, or E.C.), and then resolution of the complaint be delegated to Council or GM afterward, according to what

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is learned in the discovery process. Andrew said that he would always like to have an avenue of impartial recourse. Kari stated that you can't always know everything ahead of time and the policy should not undermine the trust the council puts in the GM. He reiterated that if the accusation does not involve the GM, the GM should lead the investigation. If the GM is implicated, then the executive committee should lead the investigation.

Ayes: 3 (Jen, RJ and Catherine). Nays: 2 (Andrew and Lauren). Abstentions: 2 (Steven and Julia). The motion was approved. Eva recommended that some alterations be made to see if a higher margin of approval could be achieved.

14. Council Compensation 8:36PM (1:19:16)

Kari clarified that the committee is not asking for a vote on this tonight. He shared that they are leaning toward a combination of a discount, a stipend and a pool that council members can access to cover child/elder care costs. RJ clarified that any changes would go into effect for the next council year. Eva said she did not see anything about compensating committee members who are not on the council. Julia shared that they have not gotten there yet. They are starting with the council first. Eva shared that she sees the merits of a stipend

and a discount, and that it is easier to budget for a stipend. Steven shared a story about being compensated for mileage when he served on a different board and concluded that whatever is decided should address people's needs. Andrew thinks that members at large should decide what compensation the council receives.

15. Morrisville Loan Deferment Proposal 8:44 (1:27:40)

Kari explained that Morrisville Co-op has requested deferment on a loan. They cannot pay the principal but can pay interest only for a period of five years.

Steven moved to approve the deferment request. RJ seconded. Ayes: 6, Nays: 1. The motion was approved.

16. Wrap-up: Action items, communication wrap-up, calendar, meeting evaluation, future agenda items 8:47PM (1:30:25)

The general sentiment about the meeting was that it was long, hard, and productive.

17. Cooperative Community Comments 8:49PM

This agenda item was skipped.

8:50PM (1:33:21) Catherine moved to adjourn the meeting. RJ seconded. The motion was unanimously approved.

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What	Who	Done?
Follow up on council appointment, Call candidates	Eva	Done
Activate discount, schedule orientation, notify State	Kari	
Update ground rules in future council packets	Kari	Done
Provide version of ground rules with revisions highlighted	Eva	
Post committee charters to website	Kari	
Modify the process for selecting follow up actions from retreat and request input from Council members	Eva	
Email Council final versions of all bylaw documents	Kari	
Consider additional changes to whistleblower procedure Add union contact (Andrew), Address Steven's concern about delegating investigation to general manager	Kari, Jen	In Process
Follow up on MoCo loan	Kari	