



**Council Meeting Notes
December 5, 2022**

Present: Eva Schectman, Jen Porrier, Steven Farnham, Julia Scheier, RJ Adler, Lauren Antler, Catherine Lowther, Ashley Muscarella, Jeff Roberts

Staff Representative: Genevieve Cambron

Staff: Kari Bradley, Stephani Kononan, Mary Mullally, Tim Wingate, Jay Wisner

Facilitator: Mark Simakaski

Note Taker: Rowan Sherwood

Meeting Audio

I. Introduction

- 1. Welcome: new members, meeting ground rules, agenda review 5:30 PM 0:00:37**

The incumbent group welcomed and introduced themselves to the newly elected Council member Ashley Muscarella and Staff Representative Genevieve Cambron. Mark explained meeting logistics and asked if there were any changes to the agenda. There were none.

- 2. Cooperative Community Comments 5:39 PM 0:08:48**

There were no community comments.

II. Reorganization Business

- 3. Officer election 5:40 PM 0:09:00**

Mark introduced officer elections and Eva shared a description of each of the roles. Mark asked for nominations. **Jen nominated Eva for president, Julia seconded. There were no other nominations. Eva was unanimously re-elected president. Eva nominated Jen for vice president. Julia seconded. There were no other nominations. Jen was unanimously re-elected vice president. Jen nominated Steven for secretary, Eva seconded. There were no other nominations. Steven was unanimously re-elected. Eva**

nominated Julia for treasurer. Steven seconded. Julia was unanimously re-elected treasurer.

- 4. Conflicts of interest/statement of ethics 5:44 PM 0:15:49**

Eva stated that she serves on the board of [Just Basics](#). Julia works for the Dept. of Agriculture and would recuse if there was a grant consideration. All others declared no conflicts of interest. All were reminded to fill and submit the statement of ethics at their earliest convenience.

- 5. Council calendar 5:47 PM 0:18:41**

Eva proposed alternating monthly between hybrid and remote meetings for four months. It was clarified that in-person hybrid meetings would commence in January in the community room. Steven favors meeting in-person and noted that we need to keep Kari abreast of council's plans. Catherine suggested deciding month by month. A majority agreed to the proposal. Eva introduced the draft council calendar, explained changes, and recommended adopting it.

Lauren suggested moving the January 2nd meeting to January 9th. Jeff agreed. **Eva moved to change the January meeting to the 9th. RJ seconded. The motion passed unanimously.**

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Eva explained that Kari will not be available the first Monday in March and proposed March 13 to which the group agreed.

There were no other changes.

Eva moved to accept the calendar with changes. Julia seconded. There was no discussion. **The motion passed unanimously.**

6. 2023 Committees and shared folder 6:01 PM 0:32:12

Eva asked if everyone has been able to access the shared folder, and offered herself and Kari as resources if anyone needs help with that.

2023 committees:

Executive was just elected. Treasurer Julia, chair of Finance, shared that there has been talk of dissolving the finance committee and moving 401k oversight to staff function. Kari explained that last month the council voted to make a 401k committee but deferred dissolving of the Finance committee. Julia suggested presenting a memo for a vote in January.

Eva requested a volunteer to co-chair JEDI committee and a couple more council members to serve, adding that she would love it if Julia would co-chair. Ashley volunteered to serve. Julia declined co-chairing. Genevieve asked if she, as staff representative can serve on committees. Eva responded in the affirmative.

Catherine shared that Carbon Neutrality is re-evaluating its charter and a draft will be prepared for the next meeting.

Eva explained that Communications is updating its charter and invited anyone who is interested to join. Steven is provisionally interested after the charter is revised.

Eva and Lauren are the only members serving on Recruitment and requested another member. Eva explained that

recruitment is the responsibility of all council members. Jeff and Genevieve volunteered to join.

Steven read the Work In Progress Committee charter to explain the committee's work. RJ asked to join. Jeff added that having a staff member on this committee could be useful.

Kari explained that the Ballot committee is a one-time commitment which doesn't need to be decided now.

Jeff asked to join GM evaluation.

Jen and Lauren joined HMCCF, which Julia will chair. Claire is stepping down.

Eva explained that Mark is stepping down as facilitator. Elly will facilitate all the meetings this year. Steven said he was willing to facilitate if needed.

6:19 PM 0:50:24 Break 10 minutes

III.Special Business

7. Annual meeting reflection 6:29 PM 1:00:26

Kari asked the group what we should think about for next year based on the comments. Jen thought it went well but the breakout was not successful because the topic was too narrow. Lots of people don't have memories of the co-op's history.

Jeff thought it was well executed adding a desire to assemble in person.

Catherine expressed we should localize our food more.

Ashley would be happy to offer a breakout room on zero waste shopping.

Jay agreed with making it more interactive.

Julia agreed with topical break out rooms.

Mary thought it went well, as did Steven, who encouraged us to get comfortable with a hybrid format – it is the future – as per the bylaws and in general. He would like to see more spontaneity in presentations.

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Tim thought it went well and supported topical breakout rooms.

Lauren thought it was excellent. She advocated for online options to be as inclusive as possible. She also noted that interactivity needs to be a choice. Make it ok to sit out.

RJ suggested making the coupon experience easier. He noted that hybrid is inclusive, zoom only is not.

Eva appreciated the reflections, and advocated for preparing and making room for spontaneity. She received feedback that it was very positive.

Steven requested better execution of breakout rooms, so folks don't land in rooms with no other participants.

8. Retreat planning 6:43 PM 1:14:13

Eva presented the proposal.

Steven wondered why this proposal was presented without input from the whole council.

Eva clarified that it originated from input gathered from the council self-evaluation survey and JEDI reflections.

RJ thanked Eva for putting it together. He appreciated the gleaning of topics from the feedback and thinks we should discuss what topics to address and craft a final agenda together.

Jeff asked for clarification that there will be an additional meeting in January. Eva confirmed.

Lauren wondered if council meeting and committee structure could be addressed.

Jeff shared that the WIP committee is wrestling with agendas and processes.

Eva asked if part 1 is good to proceed with. There was not consensus to move forward with the proposal.

Lauren guessed that there is ambivalence because folks want more discussion on how to use retreat time. RJ agreed.

Eva said that she can go with what the council wants but it will need to happen later so there is time to plan.

RJ suggested hosting the retreat later to provide time for more development.

Jen is concerned that if we take this offline we won't come back with anything better. We should take ideas now, not table the topic.

Steven expressed that it would be nice to have some means to contribute to the agenda, adding there is the question of whether to do it remotely or in person.

9. Security report 7:06 PM 1:36:53

Kari presented a report on when and how to limit access to the co-op for safety reasons as well as for shoplifters. He asked for questions. There were none.

10. Communications Committee charter update 7:08 PM 1:38:11

Eva summarised the updated charter.

Eva moved to accept the charter. Julia seconded.

Discussion:

Steven noted that the charter focus has been narrowed significantly. He wondered why so much of the original intention of widening communication throughout the co-op was no longer included.

Eva shared that a lot of the suggestions coming in are operational and go to staff. Suggestions coming in for council level things are funneled to the council.

Steven doesn't understand why we need so many guardrails around communication.

Ayes 6, Nays 1, Abstentions 1. The motion passed.

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IV. Regular Business

11. Consent agenda: November meeting minutes, equity refund requests 7:16 PM 1:47:05

Jeff moved to accept; RJ seconded.

Discussion:

Kari explained the consent agenda to new members. No additional discussion.

The motion passed unanimously.

12. Financial report 7:17 PM 1:48:30

Kari explained they will be sharing the financial statements from the first quarter of FY 2023.

Mary presented the balance sheet, which indicates solid overall financial health.

Tim reviewed the income statement, Kari explained the cash flow statement, and asked if there were questions.

13. Monitoring report: L5 Financial Condition, L7 Protection of Assets, G2.1 Policy 7:28 PM 1:59:25

Eva moved to accept the report. Steven seconded.

Discussion: Kari described the role of this report and emphasised its importance for the council to carry out its fiscal responsibility. The interpretation for fiscal jeopardy has been changed from 6 items to 3.

He also reminded the group that there is ongoing non-compliance in evaluations. He reported that good progress has been made, and hopes to be compliant by next month.

Eva appreciated the ongoing updates on evaluations.

Steven also appreciated the employees for their patience with the performance reviews.

He then asked about the co-score addition for the measurement of fiscal jeopardy. He thinks it would still be nice to see itemisation of characteristics.

Jen asked how the performance evaluation situation will affect the next round. Kari shared that it is a rolling process, and is in good shape.

RJ asked for more info on the co-score. Kari agreed to provide.

Steven asked if Kari has the option to redistribute evaluations, so they are not clumped in certain times of the year. Kari explained they're set to the employee's anniversary via the labor contract.

The motion to accept the monitoring report passed unanimously.

V. Closing

14. Wrap up: Action items, calendar, meeting evaluation, future agenda items 7:35 PM 2:07:20

Action Items:

See Table Below.

Meeting evaluation:

Eva suggested what worked, what didn't and an appreciation.

Jay shared his appreciation for Mark as a facilitator.

Kari noted that he appreciated the discussion around the retreat even though it was difficult.

Catherine asked if we could start meetings at 5.

Eva asked if the pre-meeting time starting at 5 was something folks still wanted. If not, we could shift the time.

We will discuss at the January meeting.

15. Cooperative community comments 7:42 PM 2:13:19

Steven shared that several staff said they were underwhelmed by the gift to Robert Kirigin after 38 years of service.

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Ashley shared that a lot of her perspective comes from folks who can't shop at the co-op because it's too expensive.

16. Adjournment 7:42 PM 2:14:56

Steven moved and Julia seconded to adjourn the meeting. The motion passed unanimously. Meeting adjourned at 7:44 PM

Action Items		
Action	Actor	✓
Update Council contact information	Kari	
Submit Statements of Ethics	Council	
Finalize Calendar	Eva	
Finance Committee Memo	Julia	
Update committee rosters	Eva	
Retreat Next Steps	Eva	
Additional CoScore Information	Kari	