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Council Meeting

January 16, 2024

Present: Carl Etnier, Eva Schectman, Jen Porrier, Jeff Roberts, Elizabeth Jesdale, Erich Zeichner, Catherine Lowther, Ashley Muscarella, Lauren Antler

Staff Rep.: Rick Pereira

Staff: Wynston Estis, Kendra Mills, Mary Mullally, Justin Stender

Guests: Dvora Jonas, Billy Donovan, Kristi Smith, Laurie Veatch, AnnaRose Jenisch, Steven Farnham, Stephani Kononan, Mary Hoyne, Carrie Cleveland, Deb Messing, Linda Young.

1. Welcome: meeting ground rules, agenda review 5:32pm

Carl reviewed the meeting ground rules and asked for any comments on the agenda. There were no changes made.

2. Cooperative Community Comments 5:37pm

Laurie Veatch : The consent agenda should no be approved unless amended as suggested to delete negative comments about Elizabeth. Also, instead of having a revote on council members on search committee, Elizabeth should be reinstated as a member on the committee.

Dvora Jonas wanted to understand why the members at the annual meeting had to sign a pledge to attend and why the council hired a security firm at the Annual Meeting.

Also wants to know why Carl is president since there are questions about his election.

Billy Donovan pointed to the last council meeting and how Elizabeth was treated. It was shameful and unfair. Why was the abuse of power tolerated? DEI is about power dynamics more so than skin color.

How can the IGM and her assistant consider hiring back a manager with sexual misconduct allegations against them? A complete failure.

Carl said he finds it useful to hear from members of the community and while we do not allocate time to respond in this arena, they will try to respond offline as appropriate.

3. Consent Agenda 5:45pm

Carl asked Wynston to share the amended minutes on her screen.

Jen supported Laurie’s statement to amend the minutes. Ashley noted that the person who moved to adjourn the meeting was not stated. It was Jeff.

Elizabeth moved; Jen seconded approving the minutes.

Unanimously approved.

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Eva moved and Jeff seconded approving the December 28 minutes. Eva: yes; Erich: abstain; Jeff: yes; Lauren: absent; Elizabeth: yes; Catherine: yes; Ashley: yes; Jen: yes. The motion passes.

4. Council Calendar 5:52pm

Carl noted 3 major decisions to be made in this item: Day of week, months council will meet, and the timing of Annual Meeting.

Eva agreed with the proposal in the packet. It works for Jeff, and he noted that they may need to be flexible on some things.

Ashley thinks changing the timing of the Annual Meeting should not happen this year.

Erich asked if we will be determining the date for the retreat.

Carl thinks not. He wants to make sure the final council member is seated before they make that decision.

Jeff moved and Elizabeth seconded to accept council calendar as presented.

Eva: yes; Erich: yes; Jeff: yes; Lauren: absent; Elizabeth: yes; Catherine: yes; Ashley: yes; Jen: abstain.

The council calendar was unanimously accepted.

5. Council Retreat Planning 5:57pm

Carl referred to the info that is in the packet. He asked what folks would like to accomplish in the retreat.

Carl noted that traditionally it has been a daylong event focused on team building and strategizing.

Jeff said he did not see the proposal from Joshua Youngblood. Carl summarized what he shared: Look at self eval survey questions, 4 pillars of leadership, ways to make survey results actionable.

Ashley did not like Joshua's facilitation and did not find him useful. She likes the ideas but not him.

Jeff agrees with Ashley about Joshua. Also, the issues of the last 7 months are something to dig into. He would focus on the meat of it, not procedural aspects.

Carl noted that we are not going to come to a consensus here, but that they are gathering ideas that a committee could use to generate a plan.

Erich liked Jeff's idea to compile a list of issues that members would like the council to address at the retreat and it can be a spacious time to talk about them.

Elizabeth is interested in finding a facilitator outside of Columinate. She also thinks it's inappropriate to take their work and use it without hiring them. She is against the executive committee synthesizing the ideas. The EC needs to let the council know more about what

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they are doing – they meet a lot without others knowing. Maybe that is something for the retreat: how much work does the EC do without the rest of the council knowing? She noted that she has not had training in any aspect of being a council member. She asked if they could talk about what training looks like for council members. She suggested the potential of meeting more frequently. The Co-op is the second largest employer in the city and lots of people rely on council decisions for their livelihood. A few hours a month does not do the responsibility they hold justice.

Jeff addressed Elizabeth's concern by noting that a lot of the work that flows through the council is done on committees. At the retreat they can both populate and possibly restructure committees. Agrees there is not enough time, and it is a balance with all the other things people have going on.

Eva said that because they don't yet have committees, a solution might be to gather all the suggestions, send out a request to council members asking what they would like in the retreat, then the EC can reflect that back to the council. She also noted that so far this council year there has only been one EC meeting. They didn't let folks know ahead of time because they didn't settle on a time until the last minute. Hopefully this will change once a rhythm is established. At this point the EC is the committee facilitating other committees getting formed. We could appoint an ad hoc committee to synthesize the ideas, or the EC can do it. At the retreat we can talk about how to divvy up committee work.

Jen thought maybe this is a good year to use the retreat as a serious rebuilding/team building experience. Start from scratch, see where we are. Instead of grand plans and new ideas, get the council to be as one and come together. A smaller focus. Learn each other.

Carl shared that his experience with meetings and retreats were all in person. Realizes that is in question now. He thinks it's important for the retreat to be in person.

Ashley can make in person work.

Erich would like in person, but has a lot of balls in the air. He will try to work around it, and so would like a remote option if there is a conflict.

Carl noted that we don't need to have an agenda to set a time. Would like to see that as soon as an appointment happens.

Erich would like training in Roberts rules, as would Elizabeth.

Jeff suggested nailing something down tonight and not worry about the appointment to happen. They will have to be aware of it in the appointment process.

Carl asked if folks wanted to do that.

CR can send out a doodle poll tomorrow.

Eva noted that the last few years they have been short, and online. 3 hours, max.

Carl said they used to be all day something like 9-4. Does anyone have objections to that?

Lauren said 9-4 is a very long time, especially for folks with families. She asked that they explore other options before committing to that kind of day.

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Catherine also thinks that would be very long.

Elizabeth asked about Eva's comment about one exec committee meeting. What is it when Carl and GM, VP and Wynston met?

Carl said it was a weekly check in.

6. Council Vacancy Appointment 6:25pm

Carl shared that the EC discussed whether to leave the open council seat vacant or appoint someone. They think they should appoint. The process is started to receive applications. It will require a special meeting to accomplish. Hopefully it can be resolved by the end of January.

Jeff added that it is a simple process. Carl clarified that Jen's term ends this year, so it will go to the members in the next election.

Carl said that if they get 10 applicants, the council can authorize the EC to filter the field.

Elizabeth thinks that everyone who wants to participate should be able to participate.

Erich would like to give everyone who applies a chance to offer their contributions. Does not want EC to be a filter. He wants to be more inclusive.

Carl asked how long interviews for each candidate took in the past.

Eva said they scheduled for 20 minutes. It was remote, and folks stayed in the waiting room. They did not interact with each other. It was all in executive session, they came out of ES with a recommendation.

CR will send out a doodle poll to schedule a meeting to review applications shortly after applications are due – starting 1/25.

7. Council Seat on GM search Committee 6:35pm

At the last meeting the council elected Eva and Ashley as council members to the committee. Ashley offered to give up her seat so there could be another process to allow Elizabeth the chance to be on the committee since she was removed as a member at large after she was elected to council.

Carl asked for nominations to re-do the election.

Erich stated that his understanding was that after Ashley made that offer, they would vote on both council seats and that he does not see a conflict in Elizabeth being able to fill that role.

Carl recognized there was confusion about that, but Eva never offered to give up her seat on the committee.

Ashley said she thought Elizabeth should be the one on the committee and nominated her for the role.

Carl asked if there were any other nominations.

Elizabeth said that both seats are up for re-election.

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Carl referenced the notes and said it was just for one.

Elizabeth said she was still on the committee because council did not follow the bylaws.

Eva nominated Ashley.

Elizabeth said she was still on the committee because the council violated the bylaws. She does not need to be nominated because she is still on the committee.

Carl asked for further nominations.

Elizabeth requested to make a motion that the council follow its own bylaws and that she is on the committee. Carl ruled it out of order.

Rick noted that a council member is raising a concern that needs to be addressed before this vote. How was she removed from the committee? Elizabeth recounted the process by which she was removed and reiterated that she is still on the committee.

Carl said the issue from last meeting is to re-vote one position.

The council voted. Eva: Ashley. Erich: Elizabeth. Jeff: Ashley. Lauren: Elizabeth. Elizabeth: abstain. Catherine: Ashley. Ashley – Elizabeth. Jen – Ashley. Ashley was elected for the seat.

Elizabeth moved to ignore the decision.

Carl ruled it out of order.

Elizabeth said it is irresponsible to proceed with this vote because we are violating the bylaws.

Carl said that Ashley is elected.

Break 6:49

6:59pm

Jeff moved that we reconsider the vote for the council seat on the GM Search Committee. He does not want to see the council torn apart over this issue. He voted for Ashley but will change his vote because he wants to move on.

Erich seconded the motion.

Carl asked what Roberts rules says about re-doing an election. He ruled that section 4650 is applicable here, and the voting body can weigh in on it. It is in order.

Any discussion?

Ashley called the vote to re-do the election. Jeff seconded.

Vote: Eva: yes. Erich: yes. Jeff: yes. Lauren: yes. Elizabeth: abstain. Catherine: absent.

Ashley: yes. Jen: no.

The motion passes.

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Carl asked for nominations.

Eva nominated Ashley. Ashley accepted the nomination. Erich nominated Elizabeth.

Vote: Jen: Ashley. Ashley: Elizabeth. Catherine: absent. Elizabeth: abstain. Lauren:

Elizabeth. Jeff: Elizabeth. Eva: Ashley

Elizabeth is elected. Elizabeth said she did not accept her nomination because the council is in violation of its bylaws.

Ashley said with all due respect, she does not see how this could be in the bylaws. It's such a specific chain of events. Please, for the purposes of these business proceedings do not decline. This is the best compromise to get you there.

Carl recalls that the person with the second highest number of votes gets the position.

He asked Elizabeth again if she accepts the position.

Elizabeth doesn't know what to say.

Erich agreed with Ashley that this is not the right time or place to fight this battle. Her being on the committee is being facilitated. He urged her to accept the compromise.

Carl asked Elizabeth again and she said that the council can make the decision.

Carl ruled that there is 24 hours for the candidate to accept or decline the position.

8. Annual Meeting Reflections/Small Group Discussions 7:14pm

Mary gave a recap of the Annual Meeting. There was good turnout – 200 with in-person and hybrid participants combined. There were two breakout groups, the summaries are in the packet. She asked to please share thoughts on planning for next year's annual meeting.

Carl asked if the info has been shared with the public?

Mary said not yet. She wanted to talk about it here first.

Ashley thinks it's a good idea to change the timing and understands this is not the year to do it. Is it possible in future years?

Mary said we can reconsider for the following year.

Eva noted that a lot of planning went into the AM, and the more participation from the council in the early stages of planning, the better the result. Full participation from the council at the meeting is very valuable.

Carl thinks it's important to establish a narrative about what has happened in terms of personnel issues – there are competing narratives. Judgement on the Co-op's response comes from this dissonance. Establish a way to get a common narrative that people can accept, so discussions are based on a common set of facts.

Elizabeth asked if we are going to include the survivors perspective or just the Co-ops?

Carl said this was a time to suggest ideas for AM.

Elizabeth suggested we include the survivor's perspective.

She also suggested not having a conduct agreement. Different rules for folks who did and did not attend.

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Carl asked if she is saying that the pledge extends beyond the AM.

Elizabeth said it does.

Carl will look into it.

Mary shared that there are two listening sessions for staff happening with Mosaic and Outright at the end of the month, as well as training with management and union leadership, which will be derived from the listening sessions.

9. Monitoring Report L9 Emergency Executive Absences, Policy M5 7:28pm

Carl asked if folks read the report. Is the interpretation of the policy reasonable? Is there adequate data to monitor? Does the data demonstrate compliance and accomplishment?

Elizabeth referenced L7.7 and said it was out of compliance. There was a sensitive document given to a staff member.

Carl said they are discussing L.9.

Mary said she may be noting a former non-compliance.

Carl asked if she is arguing that the steps to come into compliance for L7.7 are insufficient.

Elizabeth said there was an HR document given to a staff member.

Carl asked if she was adding additional info to the report.

Elizabeth said yes, it happened since this report.

Carl suggested Elizabeth and Mary get together to discuss and make a plan and brought them back to L.9.

There were no more comments on the monitoring report.

Eva moved to accept the report as of date it was submitted, Jeff seconded.

Vote to accept monitoring report: Jen: yes; Ashley: yes; Catherine: absent; Elizabeth: no;

Lauren: absent; Jeff: yes; Erich: yes; and Elizabeths concerns should be addressed another time. Eva: yes.

The monitoring report is accepted.

10. Staff Rep Report 7:41pm

Carl asked if Rick wanted to add to his report or accept comments.

Rick offered to share it here and he is open to comments. He asked for a motion for more than 5 minutes.

Elizabeth moved and Jeff seconded to make the item 10 minutes. Motion passed.

Rick highlighted that he wants to help close gaps between intent and operations. Establish a leadership culture that adheres to cooperative principles. He asked how can the council help the Co-op do that.

Jeff asked if he was asking for a council liaison between management and union?

Rick said yes.

Jeff said he is willing to be the liaison with Rick.

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Rick asked for a dashboard of labor hours versus worked hours.

Ashley thought that would be good info to be in the GM report.

Elizabeth has been asking for that data and hasn't gotten it.

Mary said she has talked with finance and it's not as simple as it sounds, but she is working on it.

Rick asked about the outcome of Sarah Dahl's audit.

Mary has given Dean time to adjust and said he will get to it.

Rick would like to see the Co-op approach elections seriously.

11. Discuss issues with November 2023 Election 7:54pm

Carl addressed that him being the presenter of this could be problematic. He offered to step aside and let someone else chair it, but the EC requested that he do it.

He went through Roberts Rules on elections and noted that we don't have a bylaw on it. As it stands, we don't have a way to re-do the election.

He opened it up for discussion

Erich moved to discuss this at another time. This meeting has been stressful, and he wants to discuss this in a constructive atmosphere.

Carl moved to table this to a later date. Eva seconded.

Discussion: none.

Vote: Eva: yes; Erich: yes; Jeff: yes; Lauren: absent; Elizabeth: yes; Catherine: absent; Ashley: negative; Jen: yes.

Motion to table passes. EC will consider when to reschedule, please give input.

12. Executive Session: Personnel: Interim General Manager Contract Renewal 8:00pm

Mary's contract was originally until 1/1/24. They will discuss whether or not to extend.

8:31 out of executive session. The question is whether to ratify the decision made by the EC to extend that until a new GM is hired. Jeff moved to ratify the decision of the EC to extend Mary's contract. Jen seconded.

Discussion: Elizabeth asked if the contract included a consultant assistant?

Carl said no.

Jen: yes; Ashley: yes; Jeff: yes; Erich: yes; Eva: yes. Unanimously passes.

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13. Meeting Evaluation 8:34pm

Any feedback on any aspect of the meeting?

Eva is impressed that we are only a few minutes over time. Congrats on getting through all agenda items.

Ashly asked what Erich felt rattled by.

Erich was not present to respond.

Elizabeth said she wrote multiple emails to the council about her disability and hasn't heard anything back. It saddens her that they are consulting an attorney and not her.

Carl said he made an attempt, but scheduling was a problem. He would still like to have the conversation. And he is not aware of any conversations with lawyers.

Erich returned and Ashley reposed the question.

Erich said he found the meeting to be stressful, particularly the exchange with Elizabeth.

She needs to understand there are tradeoffs. There are a lot of lessons to be learned about the election, but they need to be addressed in an environment that is not so charged. There are divisions and stubbornness, and fundamental issues are not being dealt with.

Carl thought they worked well in adjusting the agenda on the fly.

14. Wrap up: Action Items, Calendar, Future Agenda Items 8:43pm

Action	Who	Notes
Prepare doodle poll for Council retreat	Rowan	
Prepare doodle poll for Council Special meeting	Rowan	
Follow up with Elizabeth about concern regarding HR document	Mary	
Get back to Rick regarding his question about budgeted hours vs. actual labor hours	Mary	
Follow up with Rick about his question about IHR deliverables	Mary	
Discussion about ideas for retreat content	Ex. Comm.	
Jeff and Rick to discuss culture building and leadership	Jeff/Rick	
Set up regular meeting schedule for Executive Committee	Ex. Comm.	

Ashley noted that Rick asked about Sarah's deliverables on policies.

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Eva referenced gathering ideas about the retreat. They did not say they wanted a committee, so it falls to the EC to synthesize ideas.

Next meeting, second Tuesday in Feb.

15. Cooperative Community Comments 8:47pm

Billy asked about a Sustainability Committee report due in November. He doesn't think Carl should be facilitating the meeting.

Carl responded that according to bylaws it's fine for him to facilitate.

Ashley read comment from Steven:

He wants it known that he believes I [Ashley] misunderstood the opinions expressed by folks on the Executive Committee regarding Joshua Youngblood's performance at last year's retreat.

Steven was on the Executive Committee at the time, and his opinion is that Joshua did not appear to be prepared for the retreat technically. In addition, as facilitator, he talked too much:

As opposed to simply facilitating the retreat (which is his role), Steven feels that Joshua often tried to influence the outcome of various aspects of the discussion (which is NOT his role).

8:51 Jen moved to adjourn. Ashley seconded.

The meeting was unanimously adjourned.