



**Council meeting minutes**

**January 14, 2025**

**Present:**

Council: Carl Etnier, Jeff Roberts, Steven Farnham, Dvora Jonas, Lauren Antler, Giles Brule, Nona Estrin, T. Gram, Catherine Lowther


Staff: Alison Goyette, Jess Knapp, Mary Mullally, Kevin O'Donnell, Rowan Sherwood, Elly Wood

Guests: Billy Donovan

**Facilitator:** Elly Wood

**Note taker:** Alison Goyette

[Minutes available here.](#) (Co-op Home > Membership > Council Meetings).

 **Time stamps LINK directly to that section of the audio recording.**

**1. Welcome: Agenda Review**

**5:30PM/00:00:00** 

There being no agenda item for Committees, Carl suggested adding a ten-minute discussion after the Monitoring Report, as well as a five-minute item after Retreat Planning to debrief from the previous night's first Co-op Connects event.

**2. Meeting Ground Rules (5:36PM/00:05:32)** 

**Jeff moved to accept the ground rules as listed and discontinue the practice of reading them out loud at every**

**meeting, instead making them available to everyone in attendance both in person and remotely. Nona seconded.**

Carl asked the group to consider the ground rules and asked each person to highlight one that is especially meaningful to them and why.

Jeff embraces the whole and is thrilled that the rules will no longer be recited monthly.

Dvora highlighted *Curiosity*. Before making assumptions, ask questions and trust that the person answers honestly.

Catherine chose *Practicing Kindness*; it is important that in communicating, the listener feels kindness from the speaker.

Lauren chose *Kindness*, pointing out the possibility to communicate with kindness, honesty and forthrightness simultaneously.

T selected *Speak from Your Own Experience* noting that each individual has a unique, non-neutral perspective.

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Giles picked *Listen to Understand*. Growth comes from allowing others' perspectives to challenge our own.

Having grown up in a family who all talked over each other, Nona particularly values the ground rule to *listen without responding*.

Carl picked *Practice Kindness*, reminding the group that Tich Nhat Han included it in his list of three questions to ask before speaking: Is what I am about to say true, is it kind, and is it necessary?

Steven selected *Remain Curious* because if you do that, you can't *not* do all the others.

Nona stated she does not support the motion because she has only heard the ground rules once.

**Ayes 7, Nays 1, Abstentions 0, Motion passed.**

### **3. Cooperative Community** **Comments (5:45PM/00:15:07)** 🗣️

Billy Donovan raised two points. (1) He requested clarity regarding whether Executive Committee meetings are open or closed (executive session). Are committee members free to discuss content of such meetings? (2) He characterised Vision 2022 material in the Council packet as "promotional." Can administrative material from that effort be made available to the membership? Of listed goals, which were accomplished, still in process, or dropped?

### **4. Consent Agenda: Minutes, Equity Refund Requests** (5:48PM/00:18:23) 🗣️

**Jeff moved to accept the consent agenda. Carl seconded.**

Steven explained, as the Council Secretary, in the minutes, he tries to capture the gist/intent of verbal statements. If anyone feels they have been misquoted or inaccurately summarised, please advise Steven accordingly. He asked fellow council members to please thoroughly review the draft minutes to identify any inaccuracies prior to the minutes being approved.

**Ayes 8, Nays 0, Abstentions 0, Motion passed unanimously.**

### **5. Council Calendar** (5:53PM/00:22:47) 🗣️

The council discussed what day of the month to conduct regular meetings. Previously, Giles and Carl expressed preferring to hold meetings on either the third or fourth Tuesday of the month. However, after polling the group, both Giles and Carl agreed it would be best to continue meeting on second Tuesdays.

Catherine stated her preference to hold two shorter monthly meetings.

**Dvora moved to continue holding regular council meetings on the second Tuesday of each month. Jeff seconded.**

**Ayes 7, Nays 0, Abstentions 1, Motion passed.**

The council next discussed whether to move the Annual Meeting from November to September and the implications on council compensation. Arguments in favour of moving the meeting include distancing it from the holidays when staff are especially busy, and from national elections when people might be preoccupied and focusing less on local issues.

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**Carl moved to hold the 2025 Annual Meeting in September. Giles seconded.**

Jeff said that he does not favour the change because shortening the timeline means more work sooner rather than later. He suggested prorating council compensation if the meeting is moved.

Dvora suggested polling the membership on the date of the Annual Meeting and agreed on prorating compensation. T supports polling the membership to increase participation.

Giles supports moving the meeting because staff assert it would work better. He also supports prorating council compensation.

Steven said he favours moving the meeting but not prorating the compensation.

Nona concurred with Giles.

Steven pointed out that for some council members, every bit of compensation matters, and it can be unsettling to hear others who are more financially comfortable address the topic dismissively as if it's inconsequential.

Giles said the Co-op is in a fine position financially if the council chooses not to prorate.

Jeff reminded everyone that the question before them is not about compensation, but what scheduling best meets needs of the Co-op membership and staff.


**Ayes 8, Nays 0, Abstentions 0, Motion passed unanimously.**

Carl asked for feedback from the room about the possibility of holding two regular council meetings per month instead of one.

Catherine earlier voiced support for two shorter meetings. Jeff prefers one monthly meeting; claiming multiple meetings would

be too disruptive to folks' schedules. Lauren, T, Giles, and Carl agreed with Jeff. Dvora and Nona support meeting once per month, with a second backup meeting scheduled regularly in case it is needed. Steven reminded everyone that the council routinely needs extra meetings and they're insufferably difficult to schedule. A second monthly date makes sense because it is easier to cancel unneeded meetings than to coordinate and warn special ones.

This topic will be revisited at the council retreat.

**6. Monitoring Report: L9 Emergency Executive Absences, Policy M5 (6:12PM/00:41:55)** 

Mary stated Kevin is the designated Interim General Manager. He previously held this position prior to Mary's serving as IGM. Leo Ormiston, Co-op Facilities Manager, volunteered to train for Secondary (I<sup>2</sup>GM); historically this has been Tim Wingate. With Tim's imminent retirement, Mary would like to begin rotating this position among senior managers to deepen the bench of individuals who can serve.

Kevin asserted that should there be need for an IGM, the senior management team is very knowledgeable and supportive. Mary agreed, adding she felt very supported when she was called upon.

Nona expressed appreciation for learning this since she had no prior knowledge of the succession plan, and suggested that the membership might appreciate learning about the supportive nature of the management team in a future newsletter.

Carl was also impressed and asked Mary if an I<sup>2</sup>GM can realistically be expected to

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assume the role of IGM if they only serve as I<sup>2</sup>GM for a year at a time. Mary clarified that the purpose is more to broaden the collective knowledge of the senior management team so that everyone, at some point, receives training to keep the store operating at a basic level.

Steven asked Mary if she'd maintained a list of issues that arose while she was IGM that should be resolved for the next IGM. No, that was not done, partly because of circumstances, and partly because Kari had prepared her well.

**Carl moved to approve the monitoring report. Jeff seconded.**

**Ayes 8, Nays 0, Abstentions 0, Motion passed unanimously.**

### **Additional Agenda Item: Committees (6:28PM/00:57:47)**

Carl announced that the Executive Committee had taken council members' preferences for committee assignments into consideration and made assignments based on those preferences and the needs of the various committees.

**Carl moved to appoint Steven and Dvora to the Governance Committee, Nona, Lauren and Steven to the Community Engagement Committee, Giles and Jeff to the Perpetuation Committee (with the understanding that the committee will be renamed), Steven, T. and Nona to the Sustainability & Resilience Committee (Catherine has already been confirmed as Chair in a previous meeting), and to replace Dvora with T. on the HMCCF Committee. Giles seconded.**

**Ayes 8, Nays 0, Abstentions 0, Motion passed unanimously.**

### **7. Contract discussion (executive session) (6:42PM/01:12:16)**

**Whereas the next topic is to discuss the negotiation of a contract, the disclosure of which could place the Co-op or a vendor at a competitive disadvantage, Steven moved to enter executive session. Giles seconded.**

**Ayes 8, Nays 0, Abstentions 0, Motion passed unanimously.**

**Break began at 6:44PM and ended at 6:54PM.**

Executive session began at 6:54PM and ended at 7:42PM.

### **8. Planning to renew the 10-year vision and strategic plan (7:42PM/01:14:30)**

The purpose of this discussion and vote was to determine whether the council is ready to commit to working on and updating the 10-year plan this year.

**Steven moved to commit the council to start a process to renew the 10-year vision and strategic plan. Dvora seconded.**

Catherine said it is critically important to include sustainability and resilience in the 10-year plan. Jeff said we ought to be looking at strategic goals that reflect the direction our members would like to go,

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and the planning process needs to involve people from outside the council. It should also be an annual or biennial process.

**Carl moved to amend the motion to read “Commit the council to start a process to renew the Co-op’s vision and strategic plan.” Jeff seconded.**

**Amendment: Ayes 8, Nays 0, Abstentions 0, Motion passed unanimously.**

**Amended Motion: Ayes 8, Nays 0, Abstentions 0, Motion passed unanimously.**

### **9. Council Retreat Planning** [\(7:58PM/01:29:48\)](#)

The council discussed their individual availability to hold the retreat.

### **Additional Agenda Item: Co-op Connects** [\(8:06PM/01:37:46\)](#)

Mary recapped the Co-op Connects event from the previous evening. She and Carl met with three members in the café for ~45 minutes. The questions were mostly operational, and it felt like time well-spent. Increased participation is expected as members learn of these sessions.

Dvora suggested that sessions be offered with only council members present for a different dynamic. Giles said there is value in members seeing the council and the GM working together.

### **10. Wrap-Up: Action Items, Calendar, Future Agenda Items** [\(8:10PM/01:42:26\)](#)

Action	Who
Talk with Nona about questions	Mary
Plan to hold the Annual Meeting in September	CR/GM
Update Emergency Succession Plan for GM document	Mary
Ask Kitchen for coffee for council meetings	Mary
Resend doodle poll for retreat with Thursday and weekend dates	Carl
We are looking for council members to participate in Coop Connects	Council
Schedule council committees first meeting	Carl/ Committee members
Set Executive committee calendar	EC

The next regular council meeting will be Tuesday, February 11.

**Steven moved to adjourn. Giles seconded.**

**By acclaim; motion passed.**

**Adjourned at 8:13PM.**