



Council Meeting Minutes

April 8, 2025

Present:

Council: Carl Etnier, Jeff Roberts, Steven Farnham, Dvora Jonas, Lauren Antler (5:45?), Giles Brule, Nona Estrin (~5:40), T. Gram (5:34), Catherine Lowther

Staff: Mary Mullally, Sonia Carrasco, Alison Goyette, Jess Knapp, Rowan Sherwood, Elly Wood, Tom Wright

Guests: None

Facilitator: Elly Wood

Note taker: Alison Goyette

[Meeting Audio](#)

Commencement 5:30PM (0:00:03):

Carl called the meeting to order at 5:30 PM, naming and welcoming all in attendance, both in person, and via videoconference.

Agenda Review 5:31PM (0:00:50):

Steven apologised that there were no draft minutes from the March meeting available for approval in the Consent Agenda.

Cooperative Community Comments 5:32 PM (0:02:30):

No comments offered.

Consent Agenda 5:33PM (0:03:26):

Jeff moved to approve the Consent Agenda. Dvora Seconded. **Ayes: 6, Nays: 0, Abstentions 0. The motion to approve the Consent Agenda passed unanimously.**

Shopper Survey 5:36PM (0:05:38):

Rowan presented results and interpretation of the Shopper Survey, explaining that the questions tend to be the same every year in order to facilitate comparing results from year to year, and that the survey is not scientific, meaning respondents are self-selected.

837 responses were received, of which 92% were member owners. Rowan affirmed that results indicate that the store is “doing pretty well,” noting that overall store rating, overall products, and overall service results of 4.3 or 4.4 on a Likert scale from 1 to 5 is quite good. While sharing the data via powerpoint, Rowan noted results are trending steady or improved, and that shoppers generally recognised the work of the co-op’s “amazing” staff. 89% responded either “likely,” or “highly likely,” to recommend the co-op.

Respondent’s comments emphasised the co-op’s role in supporting in the local food system, their feeling the co-op can be trusted to make ethical business decisions and a perception that the co-op is a responsible employer. Results showed improved price perception, indicating shoppers feel the co-op is more affordable than in the past. Yet there is lingering concern about prices, plus mentions of congestion in the store and in the parking lot. There was also interest in food insecurity and resiliency.

Council members discussed the results. Nona raised the concern that the community will lose producers if they are not adequately supported by the infrastructure and reasonable compensation for their product(s).

Citing general consistency in results from year to year, and staff time and expense to

conduct the survey, Carl asked Mary and Rowan if the survey could be conducted every two or every three years instead of annually. There was no consensus on the wisdom of this idea, but Rowan noted that survey results are useful for business planning, and Mary reminded the group that data from the survey appears in the treatment of customers monitoring report which is prepared annually.

Jeff inquired about publishing the report, and Mary responded that some is shared in the informercial on WDEV, as well as in eNews. Dvora spoke in support of publishing results noting that the comments include some good suggestions.

Under treatment of members, there was a comment that members should be able to communicate freely with candidates for council, which includes tabling by council nominees. Steven complimented Rowan on the comprehensiveness and readability of the report.

Monitoring Report 5:55PM (0:25:30):

Jeff moved to accept the Monitoring Report. Carl seconded. Mary responded to questions she received prior to the meeting:

1. Is curb side pickup still available? No, it was discontinued for lack of use.
2. Staff parking lot has hazards? Mary will ask for elaboration.
3. What does “featured at registers” mean? There's information posted at the registers about programs and give change recipients. There is a different give change recipient each month.
4. There are 37 transactions with over \$8,000 in revenue. What kind of transactions are those? Curb side purchase transactions.
5. Could the GM or Tom to explain how net income is dispersed? Mary shared the refund recommendation that was circulated in October. She detailed the process leading from profitability, without which there are no further steps. Then there is gain share, followed by patronage refunds. What is not distributed is retained earnings.

Jeff asked how there could be income from Curb side if the program was discontinued, and Mary clarified that it was income generated prior to the program's recent demise. Steven suggested some updates to the language describing the Annual Meeting circular and the member labour program.

Ayes: 8, Nays: 0, Abstentions: 0. The motion to accept the Monitoring Report passed unanimously.

Governance Budget 7:08PM (0:37:54):

Dvora presented the governance budget, explaining that significant changes include a slight reduction because this is a review year, not an audit year, and there is no GM search this year. There is an increase to cover anticipated cost of a visioning process. Carl asked for a clarification on the why the GM search expenses showed up last year when the process ended the previous year. Tom explained that while the GM search process ended the previous year, the stipends are paid in December after the beginning of the new Council year, ergo previous year's expenses appear on last year's budget.

Steven asked for clarification regarding what appeared to be underpayment of Council compensation. He also explained that for the effort involved, it seems that Council compensation is unreasonably low, and questioned why everyone in the business receives a 20% grocery discount, while Council members only receive a 10% discount. Tom agreed to investigate the alleged underpayment. (Note: This was subsequently found to be a prorated payment for a partial year, not an underpayment.)

Jeff commented that this matter needs further discussion at a later time. Dvora inquired why staff who serve as Staff Representative on the Council receive added discounts, but seniors or core workers who join Council only receive the higher of two discounts. She suggested these should be consistent. T Gram posed

the same query about the Co-op Cares discount.

Nona asked why such a huge business is not conducting an audit every year; Mary responded that audits are expensive, and that conducting them on alternating years is a “general business practice.”

Break 6:23PM (0:53:00 - 0:53:52)

Before resuming the meeting, Mary announced that the co-op now has a new HR manager: Elly Wood. Enthusiastic congratulations were shared by all.

Dinner & Discussion 6:37PM (0:55:52):

Rowan announced the venue: She has secured the VCFA Chapel on May 15, and she’s planning a menu with Food Services. The theme will be visioning. She explained that this is in council’s bailiwick, and that it’s unclear at this point whether this will be an event to launch the visioning process, to host discussions, presentations, and/or idea submissions, and she’s seeking input from Council to accurately promote it.

Carl thanked Rowan for securing the venue, and suggested that a visioning committee will be named later in this meeting to implement visioning, but in the absence of ideas from a committee not yet formed, he provided a list of ideas and activities in the packet.

Steven advocated item four because “imagining bold solutions” could easily include a subset of other items on the list, and enable participants to select a topic of their interest, as opposed to having one topic that may not excite everyone who participates. Giles advocated item three because he’d like to focus on affordability and learning members needs. Catherine asked to include “resilience,” if number four is chosen because resilience will be needed to manage all the other options.

Jeff advocated number one, citing the loss of funding for local food in schools, and other uncertainties of these times; form short and long term goals. Lauren suggested that the D&D could serve as a

listening session for the newly formed Vision Committee to hear from the membership what is on their minds. She stated that number four is a positive take on the other themes, inspiring people into action now is important, and number four can serve as an umbrella for small breakout group discussions such as Jeff’s topic about funding local farms providing food for schools.

T Gram requested clarification of makeup of the Vision Committee; he voiced support for number four, as it keeps options open-ended so participants can choose their topic. He also likes five, but seeing support for four - he’s comfortable with that. Dvora expressed comfort with option four and small groups.

Rowan requested clarity - what is the Council’s ask? A list of suggestions? A sense of the community vibe? Jeff chimed in that he’s hoping to attract individuals who have a stake in the community whom we can tap for their skills and knowledge.

Carl stated that he wants participants to feel a sense of the power of this organisation beyond the scope of a “grocery store.” The co-op has been “doing” groceries for fifty years (and that can certainly continue), but as he has mentioned in the eNewsletter, there are other things co-ops can do. The Co-op’s mission mentions “thriving cooperative commerce,” with no suggestion that it is exclusively groceries. Plainfield Co-op just took on a hardware store which is one example of other business that can operate under the cooperative model. Dvora added that this is an excellent opportunity to solicit volunteers to assist in the work.

Nona requested that one meal option at the D&D include a price per serving. Really low cost - everything you need like buckwheat cooked with with eggs and maybe some greens. These are practical things that people are going to need: Affordable meals that are simple to prepare.

It was decided that Mary, Rowan, and Carl would meet and create a plan to execute the D&D.

Vision Charter 6:55PM (1:14:07):

Carl introduced the Vision Committee Charter, explaining how it was drafted. Steven moved to adopt the Vision Committee Charter with the following edits:

2. Purpose and Function:

The Vision Committee is established to broadly revisit the co-op's mission and ends policies, to describe a vision for the co-op for the next five-year period, and provide the basis for developing concrete plans, along with other duties the Council authorises.

3. Authority and Powers:

The committee is authorised to develop and, with Council approval, execute a plan to consult with member-owners and other stakeholders and incorporate their input plus other relevant ideas into the mission and ends policies and vision described above. It will report to the council from time to time and get feedback from the council.

Jeff seconded the motion.

Carl added one more edit in §4:

“...members shall be from the council, co-op staff, or other member owners.”

Ayes: 8, Nays: 0, Abstentions: 0. The motion to adopt the Vision Committee Charter with the aforementioned edits passed unanimously.

GM Evaluation 7:01PM (1:20:27):

Jeff launched the discussion with apologies for miscalculations in the process. The Evaluation Committee has received five evaluations from Council, 19 from managers, 47 from staff (of almost 170), and 7 who opted out. Jeff explained that there were challenges with the technology. He believes that there might be a better take rate among staff if the survey was more concise.

Nona asked if this has been this unwieldy in the past. Steven responded that it has been pretty labour intensive. There was discussion about revising the surveys, and simplifying the process. Carl thanked Jeff and Nona for their work.

Contract Discussion (Executive Session) 7:07 PM (1:26:30):

Carl moved to enter executive session citing § 7.3a and 7.3c of the bylaws.

Jeff seconded the motion.

Ayes: 8, Nays: 0, Abstentions: 0. The motion to enter executive session passed unanimously. Council entered executive session at 6:59PM

Resume Open Session 7:45PM (1:28:52):

Carl called meeting back to open session at 7:45PM, and moved to appoint Jeff Roberts, Giles Brule, and T Gram to the Council Vision Committee, and authorise the committee to appoint two additional members. Nona seconded.

Ayes: 8, Nays: 0, Abstentions: 0. The motion to appoint and authorise passed unanimously.

Wrap - Action Items 7:46PM (1:30:05):

Mary reviewed action items:

- March minutes in May packet
- Posting shopper survey outcomes
- Send Dvora Gain Share calculation
- Update packet material for AM language and Labour language (pages 19 & 22)
- Investigate Council member compensation
- Provide clarity on discounts
- Carl Rowan & Mary to Plan D&D
- Send Vision Committee edits to Alison
- Vision Committee appoint two members

Calendar and Future Agenda Items:

Vision Committee to report plan to Council
GM Evaluation Committee report in May
D&D May 15

Steven moved to adjourn. Jeff Roberts seconded. **Meeting adjourned by voice vote at 7:50 PM**

Add 5:38

D&D 1:06:44

Exit ES at 2:15:53

Enter ES at 1:39:37

Difference 0:36:16

7:45PM = 2:15:52

Exit 2:15:53

Enter 1:37:26

Diff 0:38:27