

APPROVED



Council Meeting Minutes
November 7, 2022

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

Absent: Catherine Lowther, Nick Sivret.

Staff: Kari Bradley, Kendra Mills, Tim Wingate, Jay Wisner

Guest: Amanda Sardonis

Facilitator: Eva Schectman

Note Taker: Rowan Sherwood

I. Introduction

1. Welcome: meeting ground rules, agenda review, time allocation, guest policy review 5:30PM

Eva recited the ground rules, announced attendance changes, and reviewed the agenda.

2. Cooperative Community Comments 5:34PM None.

II. Regular Business

3. Consent Agenda 5:35PM Jen motioned to accept the consent agenda. Jeff seconded. The motion passed unanimously.

4. Annual Meeting preparation 5:37PM
Kari updated the Council, stating over 300 members are registered, that the program is more interactive than the last two years, and there is a good agenda.

5. Audit Report 5:40PM Bruce Mayer of Wegner & Associates delivered the audit report, explaining that this being an audit year, it is more detailed than a review. (Every even year is an audit year, and every odd year is a review year.) The financials

look good – no red flags, the balance sheet is strong, and the current ratio is particularly good. Good liquidity and ability to withstand difficulty. Debt is low. Sales growth is better than average, but tax-related expenses resulted in a slight loss.

Julia requested advice on where the council should focus and opportunities for development. Bruce mentioned Columinate financial seminars, and stated that the biggest concerns are maintaining sales amid increased competition from traditional grocery stores. It's good to scrutinise variances and understand changes.

Steven thanked Bruce and requested clarification where notes receivable had matured, but there is still a number on the books. Bruce explained: They roll over and will continue to pay interest. Kari added that HMC granted a request from Morrisville for an extension, and we need to update the note.

6. JEDI education reflection 5:52PM
Eva requested that folks reflect on questions presented:

1. After reflecting on the JEDI Education over the past year, I

APPROVED

suggest the Council work toward being more inclusive by...

2. To help the Co-op better reflect our vision for Justice, Equity, Diversity and Inclusion, I suggest the Council's next steps be...

Jeff: 1. Having limited experience with the JEDI program, he suggested reflecting on language we use in public statements.

2. Encourage presentations by folks who have never been in the coop.

Jen: 2. Continue Council education by bringing in guests to share their experiences.

Steven: 1. Solicit members of the BIPOC community/undocumented worker community to join the council or serve as staff representative.

2. Consider pressing JEDI knowledge into practice, re: hiring and employee engagement, and the role the co-op plays in the greater community.

Julia: 1. Look at Council meeting structure, timing, and other elements with an equity lens.

2. Engage a consultant to guide the co-op's alignment with its values.

Lauren: 1. Engage in recruitment and participation strategies that include a broader spectrum of the community.

2. Use surveys, talking groups, to poll the membership. Replicating council education for the community.

RJ: 1. Agrees with what Steven said – Provide opportunities for folks with different experiences to serve on the council.

2. Make JEDI opportunities available to other folks in the co-op structure. Encourage members and employees, through lunch and

learns. Expand the education model used by Council. Focus on topics other than race, e.g., disability, and less obvious sources of bias.

Andrew: Draw more people into the building – providing space for organizations that already exist, offer programs for the public. Make the co-op a place where people gather. Host events and educational programming. Hire a lobbyist.

Jay: 1. Develop more comfort around holding difficult conversations.

2. Engage in outreach to underrepresented groups - especially low-income.

Kari: 1. Focus on fundamentals of good meeting practice. Plan for learning – keep moving forward.

2. Broaden the conversation – have JEDI discussions with more members and staff, plan an event with an educational component. One topic could address product mix and price.

Rowan: Echoed the idea of including other voices and opening the co-op as a gathering place.

Eva read Elly's contribution: 1. Actively recruit members with diverse backgrounds by personal invitation. 2. Brainstorm action steps, and create a system of accountability to uphold those agreements.

Eva added: Incorporate JEDI language into ends policy, and then thanked everyone for their contributions.

7. Labor contract ratification 6:14PM

Kari provided an overview - it was challenging - with over 25 sessions of bargaining. He thanked the local for a far less adversarial, more constructive process

APPROVED

that led to positive outcomes. The biggest changes involve the discipline process, adding a provision for mutual resolution prior to discipline. Large premium rate increases led to changes to the medical insurance program. In year 3, full-time employees *may* contribute to medical insurance premiums. An increase in wages was needed for individuals and for the co-op to be competitive in the labor market, but it will be challenging to absorb. The union will vote to whether to ratify this week. Kari recommends the council ratify. He asked if there were any questions.

Steven: He thought the employee discount was already at 20%. And he asked for clarification on bereavement leave. Kari explained that the employee discount was increased to 20% at the beginning of COVID and this new agreement will make that permanent. Recognizing that family structures aren't all the same, we expanded the list of people for whom an employee can qualify to receive bereavement leave. Employees can request it for anyone they are close to, and HR can make the determination. Steven suggested it read other individuals instead of relatives – Kari agreed.

Jeff asked if we step back from the particulars of this agreement – what was learned that would contribute to a smoother negotiation in the future? Andrew thinks the best part is the return of housekeeping meetings. Kari clarified that previously, housekeeping meetings were problem solving meetings, designed to engage two parties in identifying shared issues and solutions. Coming out of this, the union requested the restart of that process – and management is thrilled about it. The big takeaway was being very up front about our interests and trying to come up with

creative solutions. It can be difficult, but it doesn't need to be adversarial.

Jeff moved to ratify. Steven seconded. The motion passed unanimously.

8. Monitoring Report: L8 Communication to and Support of the Council 6:25PM

RJ moved to accept the report. Julia seconded.

Discussion: Kari commented that he takes this very seriously and is always open to feedback on how we can make things better. There was an ask for a shared folder online for council documents and Kari said that can be done. Kari reported there is still a lingering non-compliance with L2 evaluations lots of progress has been made. With only ≈5 left, compliance should be achieved by December.

The motion to accept the monitoring report passed unanimously.

*****BREAK*****6:29PM 10 minutes

III.Special Business

9. Annual Meeting Prep 6:40PM Kari asked if there were any questions. Steven appreciated the talking points prepared for questions. Eva encouraged council members to attend pre-meeting and post-meeting roundtables. She explained that the moderator will distribute questions, but unless someone has a very specific question, most council members won't have to answer questions during the meeting.

10. Finance Committee/401K Oversight Recommendation 6:44PM Kari thinks a smaller group can provide even better oversight to the employee retirement plan. His memo lays out the research behind his recommendation. The finance committee

APPROVED

does not have ongoing work other than 401K oversight, and the full finance committee does not add the value it once did. Regarding the proposed oversight committee, Steven recommended the “other person with subject matter expertise,” be selected by Council rather than the GM. Kari sees it as a staff function and is open to suggestions. Steven retracted his comment. Andrew proposed an additional person to the committee delegated by the GM, and also suggested the union could propose someone. It would be beneficial for the local to educate themselves on what other locals do. They could reach out to national union reps for this.

Julia – in relation dissolving the finance committee – there is need for Council to receive training on financials specific to our co-op. Eva supported this.

Steven agrees training would be helpful, and commented that if you are not using this knowledge regularly, it is easily lost. It would be good to have someone review the monitoring reports who knows what they are looking at. Maybe a council member, maybe an ad hoc consultant to the council. He also requests that these things be broken into two parts for voting. Eva said there is no vote on this tonight. Eva asked what are next steps.

Kari recommended moving forward with the 401k committee – and would like a vote if that is what is needed. **Eva moved that Kari establishes a 401k oversight committee. RJ seconded.** Andrew supported making this committee and thinks the union member should be treated like the staff rep. Steven clarified that this vote is only to form the new 401k committee, not dissolve the finance committee. That was confirmed. **Ayes 7, Nays 1. The**

motion to form the 401k committee was approved.

11. Carbon Neutrality recommendations 7:07PM Amanda addressed the recommendations in Catherine’s absence. Steven thanked the committee for its work. He then expressed a few concerns. While induction cooktops sound great, we don’t yet know if they will meet the kitchen's needs. We need to make sure that the recommendations work for the departments they affect. Being carbon neutral on paper is different than being carbon neutral in reality. Consider shopper emissions - would home delivery reduce this?

Kari noted that this report concludes the obligations set out in the committee’s charter. He said Steven is correct - research is needed to ensure that recommendations fit operational needs. Eva asked if the CNC is done now that they have delivered. Kari replied in the affirmative regarding the current charter. The committee needs to discuss what’s next. Amanda said they will focus on evaluating a new charter in next meeting.

12. Governing Policy Updates 7:16PM Julia started by sharing that the bylaw changes led to some adjustments in governing policies. **Jeff moved to accept. RJ seconded.**

Discussion: Steven asked why, on page 63, was the last sentence stricken – it's not in the bylaws. Why would the council require someone with persistent conflicts to resign? This requirement is not in the bylaws and they can recuse themselves. Steven asked that council’s and spouses’ discounts remain in policy. Steven wants to amend now or vote on it next month.

APPROVED

Kari said that the bulk of council compensation is in the yearly budget, which is something the council votes on annually. Steven wants the discount piece to remain in the policy and not be subject to yearly negotiations. Lauren asked if we would have to vote on this policy each year if you put specifics into it? Kari said yes. Steven still thinks discount should be permanent. Lauren reiterated that the compensation has improved and is more detailed – it includes spouse discount and other things. Jeff asked if the bylaws address Council receiving discounts. There may be times when we need to be more frugal. Lauren said it's important to note that inclusivity could address spouses' receiving benefits.

Steven suggested postponing the vote. **Jeff withdrew the motion.** Julia asked if she and Kari should work on it more. The group agreed they should.

13. Council Self-evaluation 7:31PM

Eva asked the group for their most pertinent feedback for the current council and the next council.

- Andrew focused on moving back to in person meetings – both for the council and for Annual Meeting. He noted attendance at council meetings is down and attributed that to meetings virtually.
- Jen – the main thing the comments made clear is the need to meet in person at least every other meeting. She thinks it would alleviate a lot of frustration.
- Julia – noticed the organization of meetings and how that creates culture. She thinks culture building can be done virtually. Cultivating shared values, bonding and connecting are the key elements. She wondered how to build

excitement for what we are doing. How can the retreat be structured to encourage more connection?

- Lauren – Agrees with Julia – added that in the spirit of accessibility and inclusivity she continues to advocate for online options. Thinks we can honor the need for connection while also being on Zoom. The survey calls for creativity in how to structure it so that it can happen for all folks.
- RJ – noted that at least two folks did not recommend joining this council. That says a lot. Does not think that Zoom makes something universally accessible. It works better for some but not for all. Not a ramp. Sticking to old rules is getting us stuck.
- Jeff – agrees that Zoom lacks something in terms of quality of connection. Appreciates ideas for changing how we do things. How to address the bigger issues? We get bogged down in detail. Wants to think about the bigger picture. He was surprised at some of the responses, esp. to JEDI topic – wants to see it as a blueprint for moving forward.
- Steven – noted that the Likert scale responses skew positive but the comments skew negative – and finds that interesting. He wondered why we are still doing virtual meetings? He noted that most folks are not still isolating completely, and that the co-op is an outlier in this practice. Steven noted in Catherine's absence, she has advocated for Zoom access in the past, and may still feel it is necessary.
- Kari – Noted a lot of positive things coming out of the survey. And he doesn't disagree with anything that has been said. Noted improvements

APPROVED

to process that came with a lot of intentional changes.

- Julia replied to RJ’s comment and said that for some Zoom is a ramp. It’s not the only thing in terms of accessibility, but it meets the need to support folks with health concerns without requiring them to make them public.

14. Other Business 7:48PM WIP (Work In Progress) Proposed Charter: Steven requested the group approve the proposed charter for the WIP committee, noting that italicized portion is extraneous, and should be stricken before the vote. Eva had suggestions – it’s a two-year charter but all charters will be reviewed annually. She noted that if they meet at the end of November there won’t be a chance to present anything until January. She suggested that they aim to prepare something about the retreat for the January packet. Steven agreed – scheduling was a problem and they have not yet agreed on a new meeting time. Whether it works for this time or not, going forward they will plan to meet earlier in the month. **Steven moved to accept the charter with amendments to strike italics and make it a one year charter. Jeff seconded. The motion passed unanimously.**

15. Wrap-up: Action items, calendar, meeting evaluation, future agenda items 7:55PM

Steven appreciated Eva juggling roles. Jen liked ideas for moving forward on JEDI matters. Andrew agreed.

Kari – good year end and planting seeds for next year.

Kari acknowledged outgoing council members. Cards will be at the service desk for folks to sign.

Jeff moved to adjourn. Steven seconded. The motion passed unanimously. Meeting adjourned at 8:05PM

Action Items		
What	Who	
		✓
Revise Governing Policy updates	Kari & Julia	
401k Oversight Committee	Kari	
Add Shanda and Beth to Committee	Kari	
New Council Orientation	Staff	
Shared Council Folder	Kari	
Finalize WIP Charter	Kari	