

**Adopted Minutes**  
East End Food Co-op Board Meeting  
1/22/2018

**In attendance:**

Present Board Members: Eddy Jones, President; Patrick McHale, Vice-President; William Warnock, Treasurer; Emily DeFerrari; Malcolm Ferguson; Sarah Trist.

Designated General Management Team: Jen Girty, Shawn McCullough, Eric Cressley.

Board Clerk: Erica Peiffer

Member Guests: Sarah Trafican, Faith Schantz, Tom Pandaleon, Andy Mowrey, David Rosenberg.

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Eddy called the meeting to order at 7:02 p.m. Members in attendance introduced themselves. Patrick read our Ends statement aloud.

**Amend/Approve Agenda**

Discussion: An update from the Board Perpetuation & Elections Committee was added to the Board Updates section and a closed session discussion was added after closings.

Decision: Malcolm moved to accept the agenda as amended. William seconded the motion.

Vote: 6.0.0

**Amend/Approve previous meeting minutes**

Discussion: Directors reviewed draft minutes of the previous meeting and made no amendments.

Decision: Sarah moved to accept the minutes. Malcolm seconded the motion.

Vote: 6.0.0

Eddy announced that Brynn Yochim resigned from the board effective January 12th due to personal reasons.

**GM Search Committee Update**

Emily reported that she assumed the role of Chair at the last committee meeting. A “handful” of applications have been received to date, and the job listing was posted to LinkedIn and Indeed. Emily tallied the occurrences of comments collected during three staff forums, one member forum, and online surveys from each group. Eddy suggested using the headers for a rubric to evaluate candidates, and questioned whether the board should consider using weights. Eddy also suggested Emily schedule out committee meetings on the full board calendar.

**Annual Meeting Committee Update**

Emily reported that an agenda was drafted at the board retreat. Eddy reported that a board report was drafted. Emily and Erica discussed promotional materials, including posters. Sarah volunteered to supply children’s activities, and Erica suggested reviewing what materials were already in storage before purchasing anything new. Directors discussed the timeline for production of the Annual Report. Jen committed to consult our Graphic Designer about turnaround time. Eddy noted the need to decide which Ends metrics to highlight in the report.

**Board Perpetuation & Elections Update**

Patrick reported there are three seats open for appointment. Three candidates had been interviewed although one later withdrew their application. A fourth candidate had expressed interest but later became unavailable. He recommended seating both remaining candidates.

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### **Member and Community Engagement Committee Charter Discussion**

Emily submitted a draft charter for the committee formerly called Member Linkage. She noted the provision to include members outside of the board. Eddy provided feedback on several key elements of the charter, including the purpose, membership structure, chair designation and activities. He suggested the purpose of the committee should not only be to “identify mechanisms by which member-owners can be engaged in meaningful activity that promotes the Ends” of the Co-op, but also to implement them. He noted that “standing committees” of the board do not structurally exist and therefore the charter should not name itself as such. He suggested the number and list of members be defined, and questioned the participation of staff. He argued that the committee must be chaired by a member of the board. Finally, he questioned fundraising as a committee activity and suggested this may not be legal within the context of our corporate status.

### **Annual Meeting Committee Charter Discussion**

Emily submitted a draft charter for this committee, which also included members outside of the board. She questioned if she should recruit members to assist with the meeting slated next month. Eddy said he envisioned this committee charter taking effect for the following year. Directors agreed to post the charter and provide feedback on Google Drive.

### **Designated General Management Team Update**

Regarding store news, Shawn reported that our main distributor UNFI has been missing deliveries and he translated this to an estimated \$9,100 in lost sales opportunity in the first two weeks of the month. He planned to follow up with our rep in the next few weeks. Regarding NCG news, Eric reported attendance at the recent regional working group. Directors briefly inquired about alternative distribution options. Jen reported that our workers comp insurance was recently renewed and our rate went down thanks to a drop in reported incidents. She also noted that our unemployment rate is the lowest it's been in 9 years. Directors inquired about our current turnover rate and our current vacancy status. Jen responded that turnover is down, and while there are open positions, management is being methodical in accepting some natural attrition. Several years ago we were staffed around 100 as we poised to open a second location, but with the resignation of last general manager, expansion has diminished as a priority and the number of positions currently needed to staff the business is being reevaluated. Emily inquired about how staffing demands affected the decision to seek outside catering for the annual meeting. Jen reported that call-offs are the major staffing challenge in the Café and that the DGMT is currently discussing situation with union leadership. The board inquired if cross training could positively affect this challenge and the DGMT seemed optimistic, although they noted it would need to be bargained into the next labor contract before implementation. The board asked to be kept informed and noted the current contract expires in March. Directors agreed to post the charter and provide feedback on Google Drive.

### **B5 – Customer Service and Value**

Eric introduced this report by first correcting the status of the report to non-compliance. He noted that managers have fallen out of the habit of documented floor checks on the half hour and committed to improve performance of this metric. He also noted that the AED first aid device

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was listed as “removed” in the report but had since been re-installed. Facilities Manager Dorrall Hall is now Red Cross certified and could be in the position to certify all other managers and supervisors with the purchase of a first-aid dummy. Emily inquired about the methodology for the member survey, and specifically wondered about the balance between seeking feedback on customer service versus member needs. Erica replied that the template for the survey was developed by NCG. She noted that previous versions of the survey included more questions regarding membership and that one of these questions had been retained at an additional charge. She also noted that the Marketing & Member Services department does have the capacity to conduct and has employed smaller, more targeted surveys as needed. Eddy suggested that providing input for the member survey be included as an activity on the charter for the Member and Community Engagement Committee.

Decision: William moved to accept the report with acknowledgement of non-compliance and as amended. Malcolm seconded.

Vote: 6.0.0

**B10 – Environment**

Shawn introduced the report with an apology that source documents for data were not available. Eddy inquired about general policies in lieu of data, and suggested that DGMT members can dialog with the board for input to define operational interpretations of policy. Some suggestions for data to include for future reports included a summary of initiatives to reduce packaging and the number of bag credits issued.

Decision: Malcolm moved to accept the report. Patrick seconded.

Vote: 6.0.0

**Closings**

The next board meeting was scheduled for February 19<sup>th</sup>. Submissions to the next meeting packet are due to the board clerk via email by 8 a.m. on Wednesday, February 7<sup>th</sup>.

**Member-owners Open Session**

Faith Schantz requested copies of reports to follow the discussion at meetings. Eddy was not inclined to make an “across the board” decision to provide copies of monitoring reports, but suggested the board would be open to considering projection of certain materials. Faith also indicated interest and availability to contribute to the Annual Meeting Committee. The board agreed to accept her assistance for this year. David Rosenberg shared plans for a wellness event he is planning with several other employees and inquired about opportunities for sponsorship and collaboration. Erica asked him to submit a request to the Marketing & Member Services department via email. Tom Pandaleon noted the significance of the bi-annual member survey and suggested the board should take advantage of the opportunity to ask more questions relating to governance and member participation. Erica noted that previous member survey results did not indicate much interest in governance, but suggested that in-house surveys could be developed to supplement the more formal and less frequent survey. Tom also suggested that members care about environmental impacts and requested more specific measures in reporting.

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**Adjournment**

Decision: Patrick moved to adjourn the meeting at 9:29 p.m. Emily seconded the motion.

Vote: 6.0.0

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The Board went into Executive Session at 9:37 p.m. to discuss appointments to board vacancies. Sarah Trist announced her resignation from the board, effective in one month. At 9:59 p.m. Malcolm moved to adjourn the session. Patrick seconded. The Board voted 6.0.0 to end the session.

On January 23<sup>rd</sup>, Patrick motioned via email to appoint both candidates Sarah Trafican and Katy Nevinsky to the seats vacated by Arianna and Sarah Trist (terms expiring 2020), and to re-seat Sarah Trist to the seat vacated by Andrew Ritchie (term expiring 2018). William seconded. The Board voted via email 5.0.0 to pass the motion.

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Minutes respectfully submitted by Erica Peiffer, Board Clerk.