

Adopted Minutes
East End Food Co-op Board Meeting
POWER/EEFC Conference Room
May 20, 2019

In attendance:

Present Board Members: Eddy Jones, President; Sam Applefield, Vice President; Eva Barinas, Secretary; Larry Meadows, Treasurer; Karen Bernard; Emily DeFerrari; O.E. Zelmanovich (Zoë).

Absent Board Member: Jona Reyes.

General Manager: Maura Holliday.

Management Team: Kate Safin, Marketing & Member Services.

Board Clerk: MaCall Scott.

Member Guests: No member-guests in attendance.

Eddy called the meeting to order at 7:05 p.m. There were no member-owners in attendance at the start of the meeting. Emily read aloud the Ends statement.

Amend/Approve Agenda

Decision: Zoë moved to accept the agenda as written. Eva seconded the motion.

Vote: 4.0.0

Amend/Approve previous meeting minutes

Directors reviewed draft minutes of the previous meeting and made corrections for grammar and clarity as reflected in the published minutes.

Decision: Zoë moved to accept the minutes as amended. Eva seconded the motion.

Vote: 3.0.2

General Manager Update

Maura reported that the all-staff meeting on May 7 was positive and well attended; although she was unable to attend, managers conveyed that staff members in attendance seemed happy to be together. The next all-staff meeting has not yet been scheduled, but will likely occur on a quarterly basis, possibly tied to the profit-share schedule. First-round grocery manager interviews are complete: three applicants are internal, one is external. The Co-op saw a very successful third quarter, with the highest profit share to date. Annual inventory will occur on July 2nd. Seven Roots visited the Co-op to perform a feasibility study of the Gemini space; information gathered will allow for an educated decision regarding expansion. Maura reported that she recently met with ICON Development and was able to learn about their plan for the neighborhood. Jen reached out to CDS consultant, Melanie Reid, regarding the timing of the Staff Satisfaction Survey. Melanie recommended a wait time of six months after hiring a GM. Directors and managers agreed to move the Survey review to January of 2020. Maura and Karen attended an event at the Homewood Community Engagement Center, where they were able to learn about the Black Urban Gardeners and Farmers of Pittsburgh Co-op. Prompted by an email to the Board from a concerned citizen, regarding the treatment of panhandlers on Co-op property, Maura commented that the Co-op tries to take a humane approach; police are only called as a last resort. Directors took the opportunity to discuss best practices around responding to email addressed to the Board.

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B7 – Communication to the Board

Maura reported that the B7 was adapted to reflect the current transitional structure of the management team. Directors and Maura discussed the format of the B reports and the possibility of making them more readable and in the author's voice. Praise was given for the effective communication between the GM and the Board.

Decision: Emily motioned to accept the report. Larry seconded.

Vote: 7.0.0

B8 – Board Logistical Support

Kate reported being happy to report compliance despite Erica's departure in February. She clarified for directors that the Board Clerk is a position co-held by the Administrative Assistant and briefly discussed the position's history. Directors and managers discussed the responsibilities of the Board Clerk and made recommendations for future reports, for the purpose of accuracy and clarity. The report was praised for its thoroughness.

Decision: Karen motioned to accept the report. Zoë seconded.

Vote: 7.0.0

Discussion of Customer Satisfaction Survey

Kate reported that the survey results make a strong case for relocating, and gave confirmation of our competitive landscape. She was happy to see positive sentiments about the Co-op in the top three of the open comments section, but noted that there were 108 open comments regarding dissatisfaction with parking. Survey participants also expressed frustration with items being out of stock; noting also that they want to see more variety. Kate highlighted that the survey indicates that there is a lot of untapped potential – many customers drive over five miles to shop at the Co-op, signifying it is a special destination for them. Directors expressed surprise at the member dissatisfaction with store hours and cleanliness; it was theorized that the hours were related to the café's reduced hours and cleanliness may relate to overall store appearance. Emily praised Kate and her department for the 60% increase in responses; Kate noted that one had to shop within the past 12 months to get a survey invitation, and that with almost 800 completed surveys, a useable data set was achieved very quickly. Directors agreed that with a new GM in place, top priorities for improvement can be identified and a strategic plan developed.

Discussion of Self-Monitoring Protocol

Eddy noted that the Board missed their six month review because no one was tasked with facilitating it. He then spoke to the purpose of the D policies. Directors agreed that the Board Clerk could facilitate the Board's self-evaluation and that monitoring could be performed at the June board meeting. The Board also held a discussion regarding the body of work that the BP&E Committee has been working on regarding director attendance. Eddy noted that recent changes in attendance transparency and tracking are an improvement; BP&E Committee should continue to work on a proposal and bring forth a recommendation when its ready.

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Finance Committee Update

Larry reported no new updates. He is prepared to do another Finance 101 training session at a future board meeting, with focus on income statements. With the B2 upcoming, it was suggested that finalizing the FY 2019-20 board budget is more of a priority. Eddy encouraged all committees to submit budget requests to Larry, who can present them to Shawn for approval.

Board Perpetuation & Elections Committee Update

Emily reported that the Committee is working on educating itself on the election timeline. June 1st is the Co-operator deadline for printing an announcement saying the Board is looking for candidates. The director onboarding process and FY 2019-20 budget requests are a secondary priority. The Committee feels like it could use strengthening in the areas of communication and decision making, and has considered that it may be worthwhile to hire a facilitator. Emily also proposed the idea of doing some board building activities, which directors responded favorably to.

Member-Owner Participation Committee Update

Emily reported that the Committee met on May 16th and will meet again on June 20th; this meeting will be open to member-owners. Committee members have been continuing the work they've been doing: actively working on the new member packet, and getting closer to completing the governance survey; they currently don't have the capacity to proceed with research on volunteer programs. Directors further discussed the governance survey; Kate mentioned that the Board may be able to work with Pitt graduate students to develop the survey at no cost. Eddy recommended adding the governance survey as a budget item for the MOP Committee.

Annual Meeting Committee Update

Karen reported that the Annual Meeting has been booked at Eastminster Presbyterian Church on November 9, 2019; costs will be the same as last year. The Committee will meet again on May 29th. Karen reported that the budget for the Committee should be the same as last year. It was determined that election costs should be part of the BP&E budget. Karen agreed to bring a draft of last year's Annual Meeting agenda for Board feedback.

Management Transition Committee Update

Zoë, Larry, and Eddy met with Maura to discuss priorities; Zoë reported that it was a productive meeting and that the Committee will meet monthly, with Maura, during the GM transition. The next meeting will be on June 3rd at 6 p.m., and is open to all board members. The Committee will be in operation until Maura has fully transitioned to the GM position.

Bylaws Committee Update

Zoë, Emily, and Tom Pandaleon (lay-member) met to begin discussing bylaws; Zoë reported that it was a productive meeting. The Committee will meet again on June 13th at 7 p.m. and is open to board and lay-members. Directors and managers discussed the pros and cons of including a

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volunteer program in future bylaw changes. After a thoughtful exchange of ideas, it was agreed that this deserves further consideration and can be addressed at a later date.

Expansion Committee Update

The Board agreed to take up the expansion update in Executive Session.

Action Item Follow-up & Discussion

Board and managers reviewed progress or lack thereof on action items from previous meetings.

Closings

The next board meeting was scheduled for Monday, June 17. There will not be a working meeting in June. Submissions to the next meeting packet are due to the Board Clerk via email on Monday, June 10 at 9:00 a.m.

Member-owners' Open Session

There were no member-owners in attendance.

Adjournment

Decision: Larry moved to adjourn the meeting at 9:56 p.m. Eva seconded the motion.

Vote: 7.0.0

The Board went into Executive Session at 10:02 p.m. to discuss matters pertaining to the Factory Building feasibility study related to expansion. At 10:28 p.m. Sam moved to adjourn the session. Larry seconded. The Board voted 7.0.0 to end the session.

Minutes respectfully submitted by MaCall Scott.