

Adopted Minutes
East End Food Co-op Board Meeting
EEFC Conference Room
January 13, 2020

In attendance:

Present Board Members: Sam Applefield, Vice-President; Eva Barinas, Secretary; Larry Meadows, Treasurer; Karen Bernard; Melanie Frank; Charlie Orr; Tom Pandaleon; Laura Valentine; O.E. Zelmanovich (Zoë).

General Manager: Maura Holliday.

Management Team: Ian Ryan, Grocery.

Board Clerk: MaCall Scott.

Member Guests: Yasmeen Ariff-Sayed, Melissa Criver, Elly Helgen, Frank Salati, Faith Schantz.

Sam called the meeting to order at 7:06 p.m. Directors, staff members, and member-guests introduced themselves. Eva read aloud the Ends statement. Directors, managers, and the board clerk reported on how they were feeling coming into the meeting.

Amend/Approve Agenda

Approval of the Annual Meeting Minutes was removed, to be added to the agenda of the February 10th meeting. Discussions regarding the Member Counts document and proposed changes to B6 – Staff Treatment and Compensation were added. All committee updates, except for MOP were removed.

Decision: Laura moved to accept the agenda as amended. Zoë seconded the motion.

Vote: 8.0.0

Amend/Approve previous meeting minutes

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

Decision: Melanie moved to accept the minutes as amended. Tom seconded the motion.

Vote: 8.0.0

General Manager Updates

- Maura reported that December was a good month in terms of margin dollars and sales, with the possibility of net income and profit sharing. She added that margin dollars were significantly higher over this time last year.
- The first “Member Mixer” was held on January 8th. The hope is that these mixers will be more engaging than the previous version of the member orientation. Elly reported that about twenty people signed up, about ten stayed through the end, and added, “the next one will be even better!”
- A soft roll-out of the Food Bucks program started on January 6th. Two coupons were given and one redeemed on the first day. Advertising for the program will increase once staff members are more comfortable with the process. Melanie noted that there are signs at the registers about the program.
- The second annual 25% off Wellness Sale was a great success, seeing almost \$9,000 in supplement department sales alone; this was an increase of a few thousand dollars over last year.

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- Mercato will be commission-free for two months, thanks to its 100th unique shopper, which happened to be Zoë.
- There were net twenty new members last week (twenty-one sign-ups and one refund).
- The staff survey will take place in February this year. Normally, this would be an off year, where a random selection of staff would be chosen to take the survey, but the Co-op's consultant suggested making this one available to all staff due to hiring a new GM. Maura added that this survey is also a chance for non-bargaining unit staff to anonymously evaluate operations; something they don't have another opportunity to do. Maura explained that non-bargaining unit staff include: managers, assistant managers, supervisors, the admin assistant/board clerk, membership specialist, and project specialist.
- Tom asked about the status of the cheese island. Maura reported that it's scheduled to be delivered to the warehouse on January 26th and the install date should be in early February.

B9 – Emergency GM Succession

To protect the Board from sudden loss of GM services, the GM shall not have less than one other manager sufficiently familiar with Board and GM issues and processes to enable her/him to take over with reasonable proficiency as an interim successor.

Maura reported that she referenced several previous versions when writing this report, and included director feedback from last year. A new chart showing board meeting attendance by department managers and B-report authors was included to aid in showing compliance. Maura highlighted that the current management team is still on board with being a full interim management team (IMT), rather than a 2 or 3-person team, should a succession plan need to be put into place.

Discussion:

Directors asked questions and made suggestions regarding grammar, format, and clarity. There was discussion over whether the definition of the IMT should be outlined in the bylaws; the conversation will continue during the bylaws discussion at the February working meeting.

The Board gave feedback on the report's strengths and opportunities, to be recorded in the GM Monitoring Matrix. It was noted that the 105 years of collective EEFC experience held by the management team is very comforting.

Decision: Eva motioned to accept the report as compliant. Larry seconded the motion.

Vote: 8.0.0

Member Counts Document

Zoë gave a brief history; the member counts document used to only include the number of members and refunded memberships – there was an upward trend, but that was all the Board learned from it. About a year and a half ago, the Board was trying to determine what an “active member” was, and what a reasonable quorum of the membership would be for the proposed bylaws revisions, so the current version of the member counts document was born.

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Now that the Board has a picture of what active membership looks like, they determined this report could be presented annually, alongside the B4 – Membership Rights and Responsibilities, rather than quarterly. The Board is actively working on communication with member-owners, and are very much interested in continuing to see the data collected regarding the percentage of members with an email address on file that have shopped in the past 3, 12, and 36 months.

Feedback on the document included:

- Formulas should be double-checked.
- A wish to see more data regarding what caused significant changes in membership enrollment, and what types of items the most active members are purchasing to see what keeps them coming back.
- A desire to see whether there is a correlation between promotional campaigns and things like member enrollment and shopping frequency.

It was noted that to pull that level of information is time consuming for the managers and that it should be determined if the data collection is useful enough to warrant the efforts. Tom added that after so many years of the Board being in the dark, the information in the member counts document is “gold.”

Charlie arrived at 8:16 p.m. and reported on how he was feeling coming into the meeting.

B6 proposed changes

The B6 – Staff Treatment and Compensation, usually reported on in January, has been moved to April due to the timing of the upcoming staff survey. The proposed changes include the addition of sub-policies regarding diversity, union relations, turnover, and training; the goal being to increase the level of board oversight regarding what’s going on with the staff.

Maura expressed concern about how to present measurable data to show compliance for the proposed changes. It was said that the report could be anecdotal.

Directors did a thumbs up/down temperature check regarding moving forward with each proposed sub-policy:

6.2 Goals or targets for increasing workplace diversity – 8 thumbs up

6.3 Negotiate in good faith with the union – 7 thumbs up

6.4 Excessive turnover – 6 thumbs up

6.5 Training opportunities for staff members – 6 thumbs up

Zoë will work on new language for the proposed changes and discussion will be added to the agenda of the February board meeting.

Member-Owner Participation Committee Update

Faith Schantz shared that the committee is moving forward with having the governance survey reviewed by a Chatham food studies class; the class will also collect and analyze the data from

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the survey. Faith reported that the committee needs to work with Kate on a few details and the survey should go out in late February 2020. The committee does not recommend doing another postcard mailing. The next meeting is scheduled for Thursday, February 20th; all directors are invited to attend – there will be a new committee chair by then and there should be feedback from Chatham to discuss. Work on the new member materials is on hold until Kate’s department is fully staffed.

Karen reported that the Annual Meeting Committee will meet in February.

Melanie asked how committee participation is decided at the board retreat. Sam responded that directors will go over the scope of work for the year and individual board members will sign up to chair or to be seated on a committee. Zoë is working on an informative handout for the retreat.

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, February 10th. Submissions to the next meeting packet are due to the Board Clerk via email on Monday, February 3rd at 9:00 a.m. The board retreat is scheduled for January 26th, and the working meeting for February 3rd.

Member-owners’ Open Session

There were no comments from member-guests in attendance.

Adjournment

Decision: Tom moved to adjourn the meeting at 9:02 p.m. Larry seconded the motion.

Vote: 9.0.0

The Board went into Executive Session at 9:10 p.m. to orient new board members to expansion related work. The Board voted 9.0.0 to adjourn the meeting at 10:22 p.m.

Minutes respectfully submitted by MaCall Scott, Board Clerk.