

Adopted Minutes
East End Food Co-op Board Meeting
Remote Meeting via Google Hangouts
April 20, 2020

In attendance:

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

General Manager: Maura Holliday.

Management Team: Shawn McCullough, Finance; Jennifer Girty, Human Resources.

Member-Owners: Member-owners were able to view the live meeting and speak during the open-session. Sections of the meeting when members were speaking were not recorded.

This meeting was held remotely, via Google Hangouts.

Sam called the meeting to order at 6:05 p.m. Zoë read aloud the Ends statement. Meeting participants checked in to express how they were feeling.

Amend/Approve Agenda

There were no amendments to the agenda.

Decision: Sam moved to accept the agenda. Charlie seconded the motion.

Vote: 9.0.0

Amend/Approve February and March Meeting Minutes

Decision: Motion to approve the February meeting minutes as amended by Laura. Seconded by Tom.

Vote: 9.0.0

Decision: Motion to approve the March meeting minutes by Charlie. Seconded by Sam.

Vote: 9.0.0

General Manager Updates

- We have all been adapting for the past month.
- Sales have started to normalize.
- The Co-op has been closed the past three Sundays to give staff members a little break. We will see how it goes this Sunday, and will be working on how to effectively and safely do curbside pickup service while the store is still open. Curbside pickup spots have filled up quickly. It has been extremely labor intensive, so doing curbside orders while the store is open is a challenge.
- Mercato has been insane for lack of a better word, and is booked through at least the beginning of May. We are still working on figuring that process out. There are two or three people handling Mercato, with tertiary support from Maura and Kate.
- Distribution issues are improving, but many staples are still a challenge; we can't get flour and toilet paper is spotty. The bulk department has transitioned to pre-packed top fifty items, except for the products that are in gravity bins. The Café is doing more grab-and-go: take-and-bake pizza, sandwiches, wraps. The Café counter is still open.

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- EEFC saw negative sales growth after the first three unprecedented sales weeks; that was an industry wide trend. Most co-ops are closed one day/week or more and working to start online and/or curbside service.

Questions/Comments:

- Karen thanked Maura for constantly adapting and trying to figure things out. She asked Maura to clarify the negative sales growth referenced in her update. Maura explained that if you put all NCG co-ops together as one co-op, their sales would be down 2% over last year. EEFC is currently 5% above last year.
- Tom wanted to confirm that Mercato has no issue with EEFC's curbside program: there is nothing in the contract that says we can't have our own in-house service. He also asked for more information about how curbside pickup works. Maura responded that there is no conflict regarding the Mercato contract. Curbside service is supposed to be reserved for seniors and those with compromised immune systems. The Co-op started by offering time slots on the Sundays the store was closed – starting this week it will be available three days per week with a limited number of openings.
- Tom asked what the plan might look like when restrictions ease up. Maura answered that we need to be conservative in returning to “normal,” in case things need to quickly switch back. For the time being, bulk items will continue to get pre-packed.
- Zoë asked how staff are feeling. Maura responded that the Union Officers have expressed that staff are generally feeling supported, but it depends on how they are being treated by customers. Asked if we are turning customers away for not wearing a mask, Maura answered that she has, but not everyone is. She added that most people are wearing masks.
- Charlie gave kudos to Maura for all of her hard work.

B6 – Staff Treatment and Compensation

Maura started by stating that she is not reporting compliance on every aspect of the B6. She started writing this well before the “world exploded,” which helped the report be as complete as it is. She added that she couldn't report on the new sub-policies, and is looking for feedback on ways to improve the report for next time. Maura noted that it was exciting to have 100% staff survey participation, adding that although feedback is necessary, it is not always easy to read. She expressed that though this wasn't our best survey, staff members expressing their feelings was a step in the right direction. Directors went through the report page by page and asked questions and/or made comments.

Questions/Comments

- Zoë said that he thought that the information Maura provided was sufficient to be able to report compliance on the new sub-policies.
- Regarding compensation, Zoë wondered if the scoring on the survey reflected the opinion of staff members, or if it was based in fact. Maura responded that it is an opinion-based score, adding that no one ever feels like they make enough money. She noted that the last time the survey was taken, staff had just gotten a significant raise. Jen reported that she has asked for

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certain questions to be removed from the survey; for example, one that asks if corrective actions are applied fairly. Corrective action information is not shared, so it's not a fair question.

- Karen asked why people feel like corrective action is applied inconsistently. Is it because rules are perceived to be different in different departments? Jen responded that, yes, it's a case of the grass looking greener on the other side, adding that every manager has their own set of priorities. As someone who participates in corrective actions, she can attest that they are applied fairly.
- Zoë asked for clarification regarding the resolved grievances referenced in the report. Maura answered that none of the grievances went to mediation or arbitration, all were able to be resolved through conversation, and the outcomes were favorable to those involved.
- Karen asked about what people were concerned about regarding safety. Maura responded that, though she didn't have the comments in front of her, it's probably the neighborhood, not so much the building. Panhandlers make people uncomfortable, as well as the slanted floors in the store, and parking that is not in close proximity to the store's entrance. She added that the last time the survey was taken, we had just doubled the size of walk-in coolers, and she thinks that's why we saw a rise in the safety score. Jen commented that the landlord is not at all receptive to requests for building upgrades, like brighter lighting in the parking lot. She added that we do have a state certified safety committee that meets monthly and we take safety very seriously.
- For the record, Zoë wished to add that the MIT living wage is not a reasonable standard. Maura agreed and would like us to be well above that.
- Regarding turnover, Sam noted a jump in numbers over last year, and asked if Maura had a sense of what was driving that. She responded that the front end is always a more transient department, the number in the café may seem high but it's well below standard kitchen/café turnover, and the grocery department generally retains staff members for a year and a half to two years before they move on. Maura noted that her promotion last April started a ripple effect of promotions that left vacancies around the store; there were also some new-hires that left of their own volition in their trial-period. Maura commented that many co-ops in New England with higher staff retention are starting at \$15/hour, adding that when we can offer a higher living wage, we'll see less turnover.
- Zoë gave kudos to Tyler for stabilizing produce department staffing.
- Zoë encouraged doing online meetings for staff meetings rather than cancelling them, saying that it seems worthwhile to give staff space to talk about their feelings during this stressful time. Maura noted that it is a challenge because not all staff have a computer and/or smartphone.
- Some information that would be helpful for the next B6 report:
 - More information about benefits
 - The median tenure of all staff members
 - Further breakdown of tenure in the 1-4-year range
 - Co-op specific turnover numbers, rather than grocery industry as a whole
 - Maura noted that co-ops don't usually share turnover numbers with their board, and that she had never seen those numbers reported from NCG.

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- Regarding the Columinate summary of comments from the staff survey:
 - Sam was glad this was included and to see the information.
 - Zoë asked Maura if she was surprised to see comments about the new time and attendance policy. She replied that she was, because there was an agreement and the Union picked the start time for the policy, adding that perhaps there was a misunderstanding on how that was going to happen. Jen noted that there was an employee that had a difficult time with attendance right out of the gate and it's hard for staff members to see a co-worker go through that.

Decision: Charlie motioned to accept with acknowledgement of non-compliance. Laura seconded the motion.

Vote: 9.0.0

Spending Policy

Directors and managers discussed the potential of creating a spending policy. It was generally agreed that a communications practice should be agreed upon. Directors do not feel the need to vote on whether an extraordinary expenditure is allowed to happen, but rather would like to be made aware of the implications and the decision-making process, and to be consulted for feedback during the decision-making process when feasible. Maura assured the Board that no decision is made without looking at how it affects the budget, highlighting that she is trying to make sure we are being smart and not overextending ourselves financially. The Finance Committee will work on crafting language for a policy for unexpected expenses and bring it to the Board.

Finance Committee Update

Larry reported no new updates. He will do research on policies for unexpected expenses. Zoë commented that Zoom should be purchased using the board budget so that all screens can be seen at once; MaCall will make that purchase. Charlie reminded directors to send budget needs for their committees to Larry and/or Charlie for inclusion in the fiscal year 2020-21 board budget. Karen asked if there was an update regarding the possibility of a 501(c)(3) status; there was nothing to report and it will remain on the action item list.

BPE Committee Update

Karen reported that she is unsure of what BPE expenses will need to be budgeted for the next fiscal year. She went on to discuss the annual meeting and elections timeline, which was included in the board's meeting packet. Laura thanked the committee for the detail, noting that it will soon be time to make the FY21 governance calendar. Zoë and Karen committed to figuring out a time to coordinate how the bylaws process will fit into the election timeline. Karen reminded everyone that it's never too early to start recruiting candidates for next year – at least three seats will be available. Sam commented that the timeline looked good, noting that it was helpful and overwhelming to realize that June isn't far off, and that is when starting to plan for elections needs to happen.

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Member-Owner Participation Committee Update

Melanie reported the charter is finalized and is on the Board's Google Drive if anyone wants to comment on it. Looking at the BPE charter made Mel wonder if she should add to the timeline. Mel reached out to the rest of the committee to see if they should meet. Chatham will look at analyzing the results of the recent governance survey. Faith reported that there were 508 respondents. A report should be available for the next board meeting, and Kate will be asked to send an email to the membership regarding the results.

Annual Meeting Committee Update

Eva reported that she and Karen talked about timelines. Nothing official has happened yet, but they are getting a feel for the Eastminster Presbyterian venue space, assessing the quantity of food needed from Salem's, and wrapping their minds around the flow for the time that everyone is together. Eva feels confident in the early stages of planning; the next step will be contacting places when businesses reopen.

Bylaws Committee Update

Zoë reported that there is one piece of business left in finalizing the lawyer's suggestions for revising the proposed bylaws changes. The section in question being the last two sentences of 4.14 Removal (*"Board members shall be obligated to the best of their ability to attend all Board meetings. Any failure to participate or conflict between Board members should be addressed proactively and an opportunity for course correction given before action is taken to remove someone, when feasible and legal."*) The two possible paths are to either remove the final two sentences of the paragraph entirely, or to reword them. There were five votes (a majority) to remove the section. Zoë wondered if the section in question was being removed because it will be part of a Policy instead, whether the sentence before should be removed as well (*"Removal from the Board does not automatically preclude a member from applying to run in future elections."*) which is already in the Policies. The Board decided to leave that part in the bylaws.. Zoë asked that BPE work to develop a conflict resolution policy. Karen noted that no one on the Board had offered to join the BPE committee and she does not want to take on this work alone. Zoë outlined the next steps: he will update the proposed bylaws changes document, then there will be an email push to get member-owners to comment on the proposed changes. It's possible that public meetings could happen over the summer, but feedback will most likely take place online.

Expansion Committee Update

Tom reported that he reviewed the Expansion Committee's prior charter and revised it to make it more concrete. He thought people may be concerned about the timeline – having an expansion proposal by January 2021. Charlie suggested that in goal number two, *"Meet monthly to create and maintain momentum in implementing the Expansion Plan,"* the word *"monthly"* should be changed to *"regularly."* Karen countered that having it on the calendar monthly was helpful because you have the expectation and it doesn't fall off everyone's radar. Tom supported Karen's viewpoint. Maura suggested writing, *"Meet monthly as needed."* Maura and Tom will determine the best time to schedule Expansion Committee meetings.

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Decision: Motion to accept the Expansion Committee charter by Charlie. Seconded by Tom.

Vote: 9.0.0

Resilience Committee Update

Charlie reported that he had a call with Karen, Laura, and Melanie; he expressed gratitude for their input and enthusiasm. As a de facto committee, he felt that it may not be worth making a charter, and will share more information at another meeting when there is more time.

Action Item Follow-up & Discussion

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

Closings

The next board meeting was scheduled for Monday, May 18th. Reports, agendas, and packet submissions are due to the Board Clerk via email on Monday, May 11th at 9:00 a.m.

Member Open Session

Several member-owners gave appreciation for the hard work the staff members of the Co-op are doing and the ways that the Co-op has adapted during COVID-19.

Adjournment

Decision: Charlie moved to adjourn the meeting at 9:00 p.m. Larry seconded the motion.

Vote: 9.0.0

Minutes respectfully submitted by MaCall Scott, Board Clerk.