

Adopted Minutes
East End Food Co-op Board Meeting
Remote Meeting via Cisco WebEx Meetings
February 22, 2021

In attendance:

Present Board Members: Sam Applefield, President; Ariel Barlow, Vice President; Laura Valentine, Secretary; Charlie Orr, Treasurer; Eva Barinas; Jenise Brown; Tom Pandaleon; Trevor Ring; Marty Seltman

General Manager: Maura Holliday

Management Team: eric cressley, Front End; Tyler Kulp, Produce

Member-Owners: Rocky Maloy, Andy Mowrey, Amber (last name not listed)

Board Clerk: MaCall Scott

Sam called the meeting to order at 7:03 p.m. Laura read aloud the Ends statement:

The East End Food Co-op exists to enhance physical and social health in our community.

To these ends, we will create:

1. A sustainable member-owned business open to everyone
2. An ethical and resilient food infrastructure
3. A vibrant, dynamic community of happy, healthy people
4. A creative vision to transform the future

Those in attendance checked in to express how they were feeling and any needs they had.

Amend/Approve Agenda

A conversation about having a community-building session was added after the GM Update. A discussion regarding whether lay-members on committees should sign confidentiality agreements was added before the Finance Committee Update.

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

Vote: 9.0.0

Amend/Approve December Meeting Minutes

Directors reviewed the draft minutes from the January board meeting and made corrections for grammar and clarity as reflected in the adopted minutes.

Decision: Motion to accept the January minutes as amended by Laura; seconded by Tom.

Vote: 9.0.0

Member-Owners' Open Session

Andy Mowrey thanked everyone for "keep on keeping on."

General Manager Updates

Maura provided the following update to Directors before the meeting:

This report is in addition to monthly monitoring reports. The expectation of this update is to give additional information to the Board of Directors that may not be included in the month's monitoring report. This report aligns with parts of sub-policy B7: Communication to the Board...' The General Manager shall not cause or allow the Board to be uninformed or unsupported in its work.'

Membership:

Current total Member-Owners: 14,929

New Member-Owners: January – 70 net (8 refunded)

Total Member Equity: January - \$1,507,076

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Register Round Up Total:

January recipient – Civically, Inc. \$1944

February recipient – The Legacy Arts Project www.legacyartsproject.org/

Operations Update:

- YTD sales growth, through 2/14/2021 = 2.3%
- Customer count and basket size are steady
- Cash is still strong, and this last month we received our \$80,000 grant from the FFFI grant we were awarded from PA
- DEI – emails should have gone out to new board members to take the survey?? Communication has been very slow on this.
- Continuing preparations for our UE Local 667 contract to be renewed by March 13th, negotiation meetings with the UE negotiating committee will likely commence in mid-to-late February.
- Met with Homewood Food Access Working Group on February 9th – it was shared in that meeting that BUGS and HW Community leaders have been looking to open a community-owned co-op for years, and if EEFC were to look for sites in Homewood, it would directly interfere with those efforts.
- We received further guidance on the PPP loan forgiveness and have been told that the applications for forgiveness are on hold
- We renewed our Workers Compensation insurance and were able to save approximately \$1500 annually. Among many other items such as this, we put this out to bid each year prior to renewal to find the best deal.
- Kate's last day is Sunday, February 21st. We have two internal applicants and one external for MMS Manager. First-round interviews with internal applicants should hopefully be completed before 2/21, and we will proceed with phone interviews for any qualifying external applicants as well.

Updates from Maura

- The Marketing Manager position has been advertised on our store website and Hiring Thing, which posts to twenty job boards. So far, we haven't done any paid ads.
 - Some Directors offered to pass the job description on to their contacts. Maura will post it to Fleep so the Board can access it.
- We had an awesome avocado sale from January 4th – February 7th, where avocados were 80 cents each. We generated over \$10,000 in sales, which equated to 12,544 avocados!
- We helped raise \$3,000 for the Quantum Theatre fundraiser. When shoppers mentioned Quantum Theatre at the register, Quantum matched the amount of their grocery bill; funds will be directed to food-insecure families in the Pittsburgh area.
- All staff meetings will take place in March, focusing on the new Union contract and expansion updates.
 - The meetings will probably be like last time, with more meeting times available to staff to decrease the number of people in the Conference Room at any one time.
- Quarterly inventory will take place on March 28th; the store will close at 7 p.m. that day.
 - Produce, Bulk, Bulk Herbs, Café, and Cheese do their count in-house. Most of the center of the store is done by an inventory service called Pitt Inventory. Our goal is to do three of the four quarterly inventories in-house and use a third-party for the fourth.
- Sometime in March, we will do a staff appreciation event, including food from Salem's and distribution of the holiday gift to staff (REI rain jackets).

Discussion About Community-Building Session

Ariel introduced the idea of doing a virtual community-building session for the Board, facilitated by Ariana Brazier. Charlie said the session would be paid for using the Board budget. The next step is for Ariel to get a quote for the Board to approve and more information on what goals are for this session, then work on setting a date.

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B7 – Communication with the Board

There was no preamble for this report.

Updates, Questions, Comments

- Laura gave appreciation to Maura for being responsive to the Board's request to make changes to reports.
- Sam added that this report would be a significant one if there were communication issues between the GM and Board, but things are going well, so there isn't much to report.

Decision: Motion to accept the B7 as compliant by Tom; seconded by Charlie.

Vote: 9.0.0

B8 – Board Logistical Support

The B8 is another pretty straightforward report. Maura said that the B8.4 (*Provide inadequate information and notice to members concerning Board actions, meetings, activities, and events*) is the piece that changes the most year to year; any other changes are relatively small ones.

Updates, Questions, Comments

- How is a Board Clerk chosen?
 - It is an actual position in the store that people apply and interview for; most recently, it was combined with the Administrative Assistant position.
- Charlie asked MaCall if the report's attachments (job description, board clerk duties, and packet process) are accurate.
 - MaCall answered that the attachments were recently updated and are accurate.
- Sam wondered if the monthly members-only e-news will be restarted to increase communication.
 - Maura answered that we would need to wait until we have a Marketing Manager and see their vision.

Decision: Motion to accept the B8 as compliant by Marty. Seconded by Trevor.

Vote: 9.0.0

The Board completed the GM Monitoring Matrix for both of the above reports, highlighting strengths and opportunities.

Discussion Regarding Confidentiality Statements for Lay-Members on Board Committees

Directors discussed which committees are open to lay-member involvement and whether signed confidentiality statements would be required for Finance and Expansion Committees. Charlie noted that the Finance Committee only meets to discuss the B1 and that there is little to no risk of sharing it with members. The remaining question is how to go forward with lay-members on the Expansion Committee; it was agreed that when the process of communicating and engaging with members regarding expansion is decided, the Board will determine whether a confidentiality agreement is necessary.

Finance Committee Update

Charlie recently met with Shawn; they agreed to meet monthly and meet with the full Finance Committee quarterly, in line with the reporting of the B1 (Financial Condition and Activities). Charlie and Jenise have been taking a virtual webinar called Financial Training for Directors hosted by Columinate. He feels that it has been informative, refreshing, and orienting. He reminded the Board to start thinking more about capital campaigns.

Board Perpetuation and Elections (BPE) Committee Update

Tom had no new updates. He opined that one of the new directors should be part of the Committee to experience the election process.

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Member-Owner Participation (MOP) Committee Update

Marty requested to hold a meeting on March 3rd. Some members have left the Committee, but many remain.

Annual Meeting Committee Update

Eva has some thoughts in mind for the next meeting but doesn't plan to start official planning until May.

Bylaws Committee Update

Laura is working on the charter. She has not yet had a chance to meet with Zoë.

Expansion Committee Update

Jenise said the Committee would meet to discuss lay-member participation. She is working on the charter.

Resilience Committee Update

Trevor is working on scheduling a time for the Committee to meet.

2021 Committee Charters should be submitted for the March board meeting packet.

The Board took on a discussion about lay-members joining committees and how that will be advertised. They settled on possibly sending an email to members and advertising in The Cooperator and at the registers. Committee Chairs will write a brief description of their Committee's responsibilities, and MaCall will draft a Google Form for the member application.

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, March 15th, 2021. Reports, agendas, and packet submissions are due to the Board Clerk via email on Monday, March 8th, 2021, at 9:00 a.m.

Adjournment

Decision: Tom moved to adjourn the meeting at 8:38 p.m. Trevor seconded the motion.

Vote: 9.0.0

Executive Session

The Board went into Executive Session at 8:40 p.m. to discuss matters pertaining to member engagement and expansion.

Minutes respectfully submitted by MaCall Scott, Board Clerk.