

Adopted Minutes  
East End Food Co-op Board Meeting  
Held Remotely via Cisco WebEx  
February 28, 2022

**In attendance:**

Board Members: Ariel Barlow, President; Tom Pandaleon, Vice President; Mia Sorada, Treasurer; Brian Alderman; Jenise Brown; Debi Johnson; Megan Moffitt; Trevor Ring; Marty Seltman

Absent Board Members: Laura Valentine, Secretary

Management: Elly Helgen, Marketing and Member Services

Member-Owners: Andy

Board Clerk: MaCall Scott

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**Introduction**

Ariel called the meeting to order at 7:00 p.m. The Ends statement was read aloud.

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

**Check-In**

Those in attendance checked in to express their feelings and any needs.

**Amend/Approve Agenda**

A discussion of the future of the Expansion Committee was added to the Committee Updates.

**Decision:** Motion to approve the amended agenda by Mia. Second from Trevor.

**Vote: 8.0.0**

**Amend/Approve January Meeting Minutes**

The minutes were reviewed for accuracy and clarity.

**Decision:** Motion to approve the January meeting minutes as written by Marty. Second from Tom.

**Vote: 8.0.0**

**Board Retreat Report**

The Board met virtually for part two of the annual Board Retreat. They had a productive meeting that focused primarily on the topic of expansion.

**Member-Owners Open Session**

There were no member-owners in attendance at this point in the meeting.

Debi joined the meeting at 7:11 p.m.

**GM Update**

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

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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: 15,512

New member-owners: January – 81 (6 refunds)

Total member equity: June - \$1,562, 999

**Register Round Up Total:**

January recipient: Humane Action Pittsburgh – \$1,519.92

February recipient: Brew House Association – <https://brewhousearts.org/>

- This organization provides creative space and support for people to connect to and expand their relationship with the arts.

**Operations Update:**

- YTD sales growth for FY22, through 2/20/2022 = 4.5%
- PASA was February 10-12<sup>th</sup>; Elly, Leah, and I attended. It was different because of COVID, but a worthwhile event to attend.
- We had a couple of weather-related early closings and delayed openings in January/February.
  - Weather also contributed to some delivery disruptions from Four Seasons and UNFI
  - UNFI continues to have scheduling issues with our trucks – we are currently working with our UNFI rep to look at changing when we place orders and when our trucks are delivered to reduce the sub-par service we have been getting for a few months now.
- Seeds have begun arriving!
- We had some repair work completed on our first run of freezer doors – a part that has been causing excessive icing was replaced to stop it from happening in the future.
- Spring seedling planning is underway. We will have Grow Pittsburgh seedlings again and Gerald Smith as a new vendor, Verona Plant Company. Soil is also in the process of being ordered. To reduce supply interruptions, we are planning on getting multiple pallets at a time.
- We submitted our Impact Metrics Survey to NCG for the past year. This survey collects sustainability metrics from all co-ops in the NCG network and can be used to share ideas and highlight our sustainability efforts.
- We registered 25 staff to participate in the TMI Consulting DEI courses that NCG has offered to all member co-ops at no cost to the co-ops. The entire leadership team is registered, and we offered it to members of our D&I committee as well. The four courses: DEI 101, Unconscious Bias 101, LGBTQIA+ 101, and Allyship 101, will be available to registered participants in mid-March. These are all online, self-paced training courses.
- With the construction going on at Extra Space Storage next door to us, there has been flooding – mostly in the public restroom area when we have had heavy rains. Vince is working with the manager there and our building manager to remedy the situation until the water from that lot is appropriately diverted away from our building and theirs.
- We FINALLY received confirmation of the PPP loan being 100% forgiven. We are working with our auditors to see how we will account for this on the books from a financial perspective.

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Updates/Questions/Comments

- Marty gave kudos to Elly and her team for a successful outreach effort with 81 new members in January!
- How has the flooding been in the public restrooms?
  - It is still happening; it looked like when Extra Space Storage demolished their building, the concrete area between their structure and ours cracked. We're trying to figure out how it will be resolved.
- Brian gave kudos to Shawn and his team for the forgiveness of the PPP Loan.
- Were there any takeaways from the PASA Conference to share?
  - This year, PA Preferred was their primary sponsor. Leah, Elly, and Maura attended. They had fewer sessions this year, and there was a big focus on composting.

**Management Report**

Elly Helgen, Marketing and Member Services Manager, reported she has been at the Co-op for three and a half years, nine months of those in her current role. Marketing is responsible for communication to customers, members, and the community. Their responsibilities include the newsletter, managing the website, sending emails, managing social media, creating signage and member materials, events and outreach, managing the donations program and event sponsorships, and advertising. Elly works closely with MOP, BPE, and Annual Meeting Committees.

Currently, the department is working on a special April edition of the newsletter, revamping a members-only email, planning educational and outreach events for the spring, planning for the Farm Tour and the Spring Member Drive.

**B7 – Communication to the Board**

This policy is in place to ensure that the GM is providing Directors with sufficient information to make Board decisions. Maura noted that this report does not change much year to year.

Updates/Comments/Questions:

- Brian wondered if this policy, as it is written, provides coverage to all of the facets of co-op identity.
  - The main thing that has changed is that Maura now provides a monthly written update in the board meeting packet; she has evolved the contents of that update to inform the Board of upcoming issues.

**Decision:** Brian motioned to accept the B7 as compliant. Second from Marty.

**Vote: 9.0.0**

The Board completed the GM Monitoring Matrix, highlighting strengths and opportunities.

**B8 – Board Logistical Support**

This report is in place to ensure the GM provides administrative support to the Board so that Directors can focus on their governance role rather than on administrative work.

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Updates/Comments/Questions:

- This past election was odd in that nobody lost. Perhaps we can formally announce the new Directors and Committee Chairs in the future.
- Though the election was uncontested last year, staff expressed the desire to have a say in the staff-only board seat.
  - Mia has some ideas that she will bring to BPE.

**Decision:** Tom motioned to accept the B8 as compliant. Second from Trevor.

**Vote: 9.0.0**

The Board completed the GM Monitoring Matrix, highlighting strengths and opportunities.

**Committee Updates:**

**Finance**

Mia, Tom, Brian, and Shawn are meeting on March 13 at 9 a.m. to review the B1 in preparation for the next board meeting.

**Board Perpetuation and Elections (BP&E)**

Debi is working with Elly to set a date for the next Committee meeting.

**Member-Owner Participation (MOP)**

The Committee met a few weeks ago; they made adjustments to the Charter, which is ready for Board approval. One of the main focuses will be the volunteer program for the coming year. The Committee will be creating a clear-cut rationale for reinstating a volunteer program and looking at what other co-ops are doing with their volunteer programs. Then, they will generate a list of the type of work volunteers can participate in and look at ways volunteers can be compensated. The Committee will need input on this proposal and hopes to have a presentation for the Board by the end of the calendar year.

**Decision:** Tom motioned to accept the 2022 MOP Charter. Second from Brian.

**Vote: 9.0.0**

**Annual Meeting**

Trevor wondered when it was appropriate to start planning for the next Annual Meeting. Maura thought we should start planning earlier than summer if we want to book a speaker. Last year, former Director, Eva, had the idea to make a booth for each Committee; it would be a great volunteer opportunity for members. Marty will join the Committee.

**Policy and Governance**

In Laura's absence, no update was given.

**Expansion**

Mia led a discussion about the future of the Expansion Committee. The proposal is to make expansion a full-Board activity and create a Capital Campaign Committee that will continue to work on the details of that project. Historically, expansion updates are given by Maura at Expansion Committee meetings and then repeated in closed-session at board meetings; recently, expansion discussions have required the full

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Board's participation. As needed, Maura volunteered to attend part of the Board's working meeting every other month, and a place-holder will be put on the calendar in the off months to discuss expansion; updates will continue to happen in closed-session when necessary.

**Resilience**

The Committee is meeting this Thursday at 7:00 – all members are welcome. They will continue working on resilience scenarios with the intention of presenting something to the Board in March, maybe April.

**Action Items**

#	Description	Who is Responsible?	Status
174	Discuss opportunities to revitalize the Co-operator	Elly/Marty/Tom	Elly has already made significant changes. Ongoing
178	Research stipends for Board of Directors at other co-ops	Ariel/Tom	Ongoing
179	Follow up with Sam re: manager feedback received about board/operations boundaries	Tom	Ongoing

**Closings**

**Next Meeting:** Monday, March 21, 2022

**Packet submission due:** Monday, March 14, 2022

**Decision:** Motion to adjourn the meeting at 8:37 p.m. by Marty. Second by Debi.

**Vote: 9.0.0**

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The Board entered Executive Session at 8:38 p.m. to discuss expansion updates with the General Manager and adjourned at 9:07 p.m.

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Minutes respectfully submitted by MaCall Scott, Board Clerk.