

Plainfield Co-op Meeting

12-10-2013

Present: Joseph Gainza, Gail Falk, Art Chickering, Bob Fancher, Scott Harris, Adrienne Allison, Sue Chickering

Entered executive session to discuss a personnel issue at 6:35 pm and ended discussion at 7:10 pm.

Minutes from the November meeting and the Life time member policy approved. This policy will be filed in the new operational file on Equity. The MC is considering putting together a manual at some point. Mike will also put this on the website.

Guest speaker Lee Blackwell - Building consensus training: Lee shared some background of his experience in this field - referencing a book entitled "Great Meetings" by Dee Kelsey and Pam Plumb. He passed out a very useful tool and illustrated the process of illiciting "dissent" and "discovering" dissent, by going around the group and giving each group member the floor for whatever amount of time is necessary (can be 2 minutes or more sometimes) and possibly going around again. He also passed out an informational sheet detailing Quaker-based consensus. "The goal is unity not unanimity." Decide to try this process out on an agenda item.

Policy Interpretation what do we mean by B1a "Use member dues for purposes other than capital improvements". Discussion ensued: Mike gave an example of buying new grocery carts, Gail suggested that capital improvements should be tied into the strategic plan. Scott agreed with Gail but wondered whether more abstract improvements could be considered capital improvements in the strategic plan. Sue is unclear about where the line between maintenance and improvements lies. Art wondered why it makes sense to restrict the use of the member of dues. Why not have them available for a variety of contingencies. Should we address the underlying reason of restricting dues in the first place? Bob pointed out that we need to be talking about equity payments now instead of dues, and believing that the capital budget be based on the numbers. He agrees with Art about less restriction on the equity payments. Joseph reminded us that we have said that some of the equity has already been approved to be used for raising the worker's wage at the board's discretion. Adrienne expressed a lack of clarity regarding what would be considered a capital investment and what wouldn't be. She suggested that we find a clearer definition. Gail tried to summarize that we are moving towards an agreement that looking forward not all equity payments have to be restricted to capital improvements. Bob pointed out if we changed our requirement to be unrestricted, we wouldn't have to define "capital expense". Gail pointed out the importance of creating a long term capital budget. Sue asked why it was in place in the first place. Historically, money just came and went and there was no structure to it at all. The idea of restrictions was to make sure that prudence was being used and money was being set aside for the betterment and future of the co-op and

its members. Gail and Adrienne both expressed concern, wanting to make sure that long-term planning money is going to be set aside (Lee pointed out that we were now in a clarifying process and we might want to go around the room). Sue agreed, wanting to make sure that we somehow set aside \$ for capital improvements and Scott emphasized that we might be remiss to our members if we were to change this policy and if we DO change it we are transparent about a shift. Art agrees with the general principle of a "savings account" but would rather not have a specified amount, but look at this in relation to the needs at the time. Bob says that we need a Capital Expenditure plan based on the strategic plan and a clear process of determining this plan. Joseph believes that the members have already agreed to trust us with these decisions and he agrees it shouldn't be restricted to material goods, pointing out that there are already restrictions on expenditures that must be approved over a certain amount. Joseph suggested that we leave it flexible but in the hands of the board if there is in fact a profit. Adrienne thinks that our best approach would be to be transparent about where the money goes, and that there is a separate account earmarked for long term goals or capital improvement. Art suggested we agree on a general sense of where we are instead of word-smithing a document.

Gail says that it is: 1. clear that we will have to rewrite policy B1a and, 2. that we would like a proposed budget about how the MC would like to spend all the money in the existing capital fund, including ways that might not be capital improvements and 3. that we do need a capital improvement budget and come up with a plan of how that will be arrived at. Using the consensus making process that Lee described, we agreed on with ones and twos and Bob pointed out that we need to make sure we aren't doing anything wrong or stupid. And we need to have our accountant know about these changes. Procedurally, Mike will now bring these ideas back to the MC. The board thanks Lee for his consultation. The process seemed to be a very useful one. In future meetings we need to figure out how we are going to come up with this capital budget, and who is going to do what.

Capital budget - with relation to the second floor/community center space. Should we develop a task force to tackle these issues? After a short discussion, the general feeling was that a task force/group to discuss this space is a good idea. Mike had a meeting with a member of the local fire department and the information was sobering to the point that he believes that it would have to be ADA compliant and cost us a large amount of money. The MC will have a representative on this task force and they are on board about being part of this process. Joseph emphasized the importance of including all the potential stakeholders in the task force itself. Bob has volunteered and others need time to think about it. And reaching outside of the board and MC for member involvement is going to be crucial. It seems that the first step would be to draft a charter for the group/task force.

Grievance committee discussion - Scott, Joseph and Mike will meet to come up with a grievance procedure once there are more people from the MC on the committee.

B2 update (it was not ready for discussion as previously planned) - suggesting that the time frame maybe should be looked at because of the enormity of the changes that have occurred

over the previous year. With POS and equity this process should be less cumbersome. The B2 monitoring report will be on the agenda for our next meeting in January.

Board monitoring: D4 - Board-Management relationship Gail is willing to go through the minutes to determine the level of compliance to establish the chart of compliance, since Sue has not taken this on. (Sorry Gail - and thank you very much).

Link Report: New bread rack, new wine rack planned. The new coffee corner is done, too. Mike asked for permission to use capital improvement \$ for this to pay Sam Clark. Approved. The line of credit payments to CFNE will be restructured which will result in increased cash flow, better to pay vendors. The working member policy stands in response to a request from Mike. Because of the Affordable Care Act, as of January 2014, the current rate of health care related receipts has ballooned because people are afraid of losing their current coverage. This has begun to affect cash flow. Anyone who can take it as trade instead of cash will be encouraged to do that to help offset these costs.

Gail presented the new survey map that Paul Hannon had done. Gail believes that it has been delivered to the select board as well.

Equity Report: It occurred to Gail that a document for Equity be established and a copy of the by laws be offered to members as they join. The Equity committee will meet sometime in December.

2014 Calendar: Gail sent out next year's calendar to keep us on track.

Next meeting in on January 14th at 6 PM.