

Plainfield Co-op Meeting: February 25th, 2014 6:30 pm

Present: Gail Falk, Mike Peabody, Bob Fancher, Adrienne Allison, Joseph Gainza, Sue Chickering

Minutes from December approved unanimously

MC Evaluation approved.

Report regarding Board liability insurance. Bob determined that the coverage for the Board fits together with the Coop's coverage and there is not a gap of coverage. We are officially covered.

:) - Bob Fancher

Building Committee report: Joseph and Bob met with the other contractors who are part of the committee. Nancy was also there. March 8th they will do the building inspection. They will be looking particularly at safety issues. We are expecting to pay the inspectors for the time that they put into this process. We agreed to this at our last meeting. Joseph has aggregated all the email communication between people to alleviate any misunderstandings that might arise. Staff have concerns regarding the high impact activity upstairs due to the building actually shaking when some of these activities are going on. Try to have an inspector present when a high impact activity is occurring. The building committee will consider the practicality of using the elevator in the town offices and building a walkway across; idea at preliminary stage.

Equity Committee: met at the end of January. Some member types didn't transfer properly in the POS system for some reason. It seems that the Equity Committee was able to resolve this, and Mike will still try to fix the problem. There seem to be a lot of new members this year. :) At some point a report might be very useful once we figure out what we might want to know more about. Probably the end of the year report or even mid year might be helpful to us to see how things are going, since we already have a year's worth of data. We will especially want to know how much \$ will be coming in the future so we can do more financial planning. Good news and it will shortly be coming out in the newsletter.

Capital Expenditures discussion: The current definition is not in compliance with the tax laws, and we need to come up with a common definition that we all agree on. It may be useful for us to think of this as we have in the past as our "restricted fund" it may give us more flexibility. Capital improvements could be a subset of this fund. Maybe we should create a policy with the language that explains the things that this fund will NOT be allowed to be used for. Gail is willing to try to come up with the language for this particular policy to clarify the kinds of things we should be using equity \$ for and also figure out what our priorities are. We will have a better idea of some of these expenses after the building committee is done. Maybe the MC could come up with a list of things that they believe qualify for use in this "restricted fund". Gail says she can try to come up with the language first and we will see what happens.

Customer/Staff concerns committee: Joseph will get us a copy of the potential process that might be useful for us to possibly use.

We entered into an Executive session to discuss a vendor issue that has been resolved as far as we are aware. Mike told us he has decided to come up with an agreement that needs to be signed by vendors (even though the discussion originally was supposed to be about customers) to avoid possible future problems. The MC is trying to figure out how they could get a deli license to sell "get and go" type food that people seem to really want. There would need to be a health inspection in order to get this up and running. There are a lot of obstacles to overcome.

The MC approved the new Personnel policies and we will review the draft policies at our next meeting.

Boundary agreement: Mike and Gail met with the Selectboard February 24th and it approved the change of boundaries in accordance with the map Paul Hannan (surveyor) drew up. It still has to go by the Zoning board and a deed will be drawn up at the town's expense. One of the questions that we all have is whether the town is liable to maintain the right of way between the town building and the co-op. The Co-op plows it and since we are the ones using it; that makes sense. But we should be making sure the walkway is not icy and treacherous for walking. This is a liability for us if it is very slippery. Maybe Barry Kopecky (who plows for the Co-op) can sand as well as plow. This would solve the problem.

Board retreat: Originally we decided we would have a retreat in March to revisit our Ends. End #2 is due in April. Michael will give us some data related to any End policy for us to review at our March Board meeting. We have tentatively scheduled a retreat for the morning of Saturday, April 5th 9am-12pm at Sue's. Mike will check to see if he can attend as well as this would be helpful for us. Visioning would be good as part of this process as well. Facilitator ideas? We can use some of our board budget to pay a facilitator (\$250). Adrienne will ask Jamie Spector if she would be willing to facilitate for us and if that date doesn't work see if there is another time that does work for her. We need to make sure that whatever date we pick works for all of us. Sue will check with Art, and we need to check with Scott.

B1: Financial Conditions: The MC is still out of compliance to pay our vendors on time. The goal in the policy is 10% out of current, whereas we are at 42% out of current. The pay down of the line of credit was supposed to improve cash flow, but maybe we are not seeing the results for this yet. There has been a history of having a cash flow problem. Bob thinks that the MC is on the right track and that this problem may resolve itself sooner than later because the financial situation is looking very good at the moment. Let's see if a little more patience with this will help. Restructuring the documentation of the bills might help with this process. We agreed with the plan for compliance for this part of the report. Year end report was really impressive. Bob raised a question about the process of funds being transferred into the Capital expense fund, which Mike answered; it happens no less than every 60 days. Bob also asked about whether the Evenkeel bookkeeper, Naomi, would pay for an audit of the work she has done, if an audit should be needed. Mike did ask her if she was going to do an audit and she said that she didn't have time, but if we wanted to pay for an audit to be done, that would be OK. She is a certified CPA. It seems to be our responsibility to do an audit if we so choose.

Link report: not much to report. There has been a discussion about "organic" vs "organic"... How pure does a product need to be to be labeled as "organic"? The MC has determined that organic means that 95% of the total product is organic. If it is labelled organic, then they are taking this at face value. Anything that has the USDA organic label can NOT be GMO.

Board monitoring: C1 Governing Style - We are weakest at keeping our focus on keeping our vision outward and upward. We seem to be working better on the smaller issues and communication between the board and the MC.

Next meeting is scheduled for 6:30 on Tuesday, March 11th.