

Plainfield Co-op Board Minutes
March 26, 2018
6:15 pm at the Community Center

Board Members: Sarah Phillips, Jean Hamilton, Giordano Checchi, Chris Jackson, Jay Hebert

Absent: Alicia White and Pete Boyle

Staff: Buzz, Chloe, Jeanine, Margie, Rosemund, Karen

Guest: Buffy, Nancy

Check-in: Everyone shared something interesting they have learned about the Co-op recently.

Transition Timeline Update

Hiring and Staffing

- GM and AM positions have been posted to SevenDays, FPF, Facebook, Indeed, and directly to a number of businesses. 2 credible applications have been received. Hiring committee will convene in the next two to start interviews. Board approved MRG recommendations for position descriptions and wage budget. Jean shared more about the hiring process.
- **Action Step:** Rosemond agreed to post on the bulletin board.
- Current staff have been informed about transition timeline and process.
 - Action Step: Sarah will draft new floor schedule
 - **Action Step:** Buzz will post sign-up sheet

Personnel Policies

- Sarah is leading revisions. Sarah and Margie met. Other staff that have feedback for changes are invited to share. **Action Step:** Sarah will post draft revisions for staff feedback the first week in April, and incorporate feedback into a final version for vote at the next Board meeting.

Governance Policies

- Jean will convene a meeting of the Board's Policy Review Committee in the first half of April.

Operating Manual

- There is a goal to draft a skeleton operating manual to provide some structure for the new management team. This is still tabled while higher priority items are being addressed.

Construction: Office and other

- Board has approved a \$7,000 budget for improvements including office construction upstairs. The Board delegated identifying and creating.

Buzz shared that the plans to add additional office space is in flux. Buffy shared her thoughts that any changes to the Community Center could take into the account the suggestion of the people who use the space. There have been concerns shared with changes to the main room of the community center. Buzz is meeting with Kathleen to look at building priorities. Nancy shared her feedback that investments in the building might best be postponed given the current financial situation and management transition. Giordano raised concerns that adding office space may not be the priority for the Co-op at this moment. Sarah asked whether Giordano is asking the Board to revisit its decision to approve \$7,000 from CAPEX for building improvements, including additional office space. The Board discussed, and the Board affirmed its previous decision, with the understanding that the Interim Manager and Maintenance

Manager are looking at building priorities carefully and will work to incorporate staff and community member feedback.

Jean understands building committee is trying to schedule a meeting.

Open Discussion on Transition Process

Ground Rules:

- Goal: to listen to one another so that we can create a stronger team that is able to work together towards a strong and resilient co-op.
- Intentions: Honor everyone's good intentions. Accept responsibility for reactions to your communications.
- State your view and ask genuine questions: Accept that no one person has the right solution. Engage with the goal of learning something new.
- Lean in, Lean out – All voices are welcome. Has everyone had a turn to speak? Do you need to speak up?

The group present read and affirmed these draft ground rules as helpful and appropriate to the meeting.

Overview:

- After much careful consideration the MRG process has successfully proposed a new management and staffing structure for the Co-op, which has been accepted by the board.
- This structure honors the strengths of our organization and serves to improve on the weaknesses identified through this process.
- We are moving forward with this proposal because it is essential that we have a functional and fully resourced team.
- We are still in the midst of this transition and will be flexible to adapt to reality on the ground.
- There are lots of opportunities for leadership right now in shaping the structure and functionality of the co-op.
- This proposal is a starting point and we expect that the staffing structure will dynamically shape around the priorities, needs, and strengths of the staff.
- Constructive input helps our team come up with the best solutions, as no one of us can know everything.

The group read the overview and agreed it was helpful. Jean proposed a "round robin" for model for each person to share. Annie came to here Buzz's report. Jay and Chris passed. Buffy wants to know why the management structure is changing. Buffy named that one of the shifts in the structure is from a collective model to a hierarchical model, and while there may be reasons for the change, she shared concern that new managers understand/care/think about power hierarchy. Rosemond shared that she came into the change process later but is excited about the potential positive changes coming. Margie came to support staff and the board. Buzz shared that he is at the Co-op because he sees the Co-op as unique, valuable and important model/business in the community. He loves coming the Co-op (the smell! The people! All of it!) – and he is worried about the sustainability of the Co-op – the business Co-op (bring food in and making it available to the community) is core work of the Co-op and it will need ongoing strong support. Change is really hard, and he is hopeful about the ability of the Co-op to emerge strong. Sarah passed. Nancy cares a lot about the Co-op and shares a lot of Buzz's raised concerns. She has been at the Co-op a long time and has seen a lot of changes. She is concerned about what seems like perceived divisiveness. Nancy offered to meet with Buffy outside of the meeting. She also came to offer support to the Board, and she encouraged the Board to reach out to Hunger

Mountain Co-op for support. Karen shared that she has a lot of feelings to share – but will be selective. Karen describes herself as a “screaming anarchist” and wants to recognize that we need to function within our current economy and community. Karen shared her concern about the current finances and named that a number of people have wanted to move towards this management change. Karen expressed her feelings that a number of past management collective members had taken on more responsibility in the past and named this as an informal hierarchy. She expressed her thoughts that the planned changes need to occur in order for the Co-op to survive. She is concerned about the Co-op’s finances and suggested that the changes are needed for a better financial position. Karen expressed frustration that some staff members who have raised vocal concerns are not present at the meeting. Karen expressed thanks for the time and energy of Board Members in the change process. Karen feels that the important issues Buffy raised have been reflected in the change process and she is confident that the new structure can also address these issues. Giordano expressed his desire that the Co-op remain alive and that the business remain strong. Jean has shared her gratitude for the acts of generosity – “an ecosystem of cooperation” from many places within our community (including Hunger Mountain and other Co-ops). She expressed a deep commitment to find a way to help our team take a deep breath together, and to take time together as a team to build each other up, to move through the fear that is tearing us down to see how much everyone cares about the Co-op and believes that we can work together. Jay shared that he believes Hunger Mountain Co-op is committed to being a strong partner with the Plainfield Co-op and that we share a mission and will need to work together in the changing corporate grocery world. Jeanine appreciated the comments of others and the hard work that is going into the Co-op. She raised concerns about the energy at the Co-op and whether these issues will sort themselves out through a transition process. Jeanine was concerned about the lack of participation from some staff. Jeanine reflected that she is still partially employed by the Co-op, but that she has been transitioning out. Jeanine is concerned about the lack of accountability and responsibility and is concerned about the new structure not being able to address this issue. Jeanine expressed concern about the downward financial position of the Co-op over the past number of weeks. She suggested that emergency measures be put in place to control spending. Jeanine is concerned about the lack of leadership and clear decision-making at the Co-op.

There were a couple of questions about whether Staff committees were continuing to operate. Jean clarified that when the Management Collective was relieved of its general management of the Co-op, but would continue to support management tasks at the Co-op. Bob had been appointed Financial Controller last fall, when Bob left, Jeanine and Alicia were delegated financial controller. Buzz was appointed as the interim manager to provide decision-making and oversight.

Rosemond expressed frustration with a lack of clarity on who is responsible or in charge of different areas at the Co-op.

The group reviewed the minutes from the 2/6/18 Board Meeting which described delegation of management to Buzz, and financial delegation to Alicia and Jean. This was a good reminder about the role of Buzz (and the practice of flexibility and forgiveness!) during this transition time.

Action Step: Jean will draft some bullet points on Alicia/Jean’s role and responsibilities as financial controllers – and how staff can expect to work with Alicia/Jean in this role.

There was discussion about how to improve communication between staff. There was a lot of agreement that improving communication is really important and Buzz will focus on making communication avenues clear and holding staff accountable.

Margie expressed concern about the level of knowledge from Buyers and who is responsible for providing general financial oversight. Karen reiterated the need for additional office space in order to

have a functional work environment. Further conversation on financial recommendations was tabled to later in the agenda. Karen mentioned that email communication may not be working effectively because we have an over-reliance on email communication.

7.34pm Jay left the meeting. Quorum was lost.

Annual Meeting: There was a quick check-in about the Annual Meeting – Jean will connect with Rosemond tomorrow about getting the notice out and then it will be posted in the Co-op. The Board will communicate and decide logistics by email.

Financial Condition –The Board reiterated that Alicia and Jean are delegated financial controllers and able to make financial decisions for the Co-op and that these do not need to wait for Board Decision. Due to time constraints, it was agreed that all Board members would review the treasurer's report, financial statements and schedule a Special Meeting for a full financial review.

Action Step: Jeanine, Jean and Buzz will discuss the Buyers meeting scheduled for Friday.

Management Report - Buzz provided a management report and update. Many issues had been discussed earlier in the meeting. Jean added that Gail Falk agreed to provide data entry support for the Market Study.

Entered Executive Session at 8:33pm with Buzz to discuss personnel issues.

Buzz left the meeting at 9:06. Exited Executive Session at 9:46pm.

Action: Chris is going to draft an email to all staff to reiterate the authority delegated to Buzz, Jean and Alicia; reiterate the importance of staff to communicate through appropriate avenues; and remind staff to sign up (with Buzz) for conversations about new/current positions. Other items??

We agreed to extend Buzz's contract for another week. Acknowledging that we did not have a quorum, but considering this an emergency action and/or an action that can be taken by our financial controllers (Jean present).

We agreed to schedule a Special meeting for 4/2 at 6pm. This meeting will be to:

- 1) Discuss financial position and actions.
- 2) Discuss delegation of executive authority during the interim; and any necessary policy governance issues.

We want to invite Gail to the Special Meeting to help consider and connect with the Membership to support the current management situation.

Tabled Monitoring of these Board Policies to next regular meeting:

- D3: Monitoring Performance
- B1: Financial Condition (REVIEW AT SPECIAL MEETING)
- B3: Asset Protection
- End 4: Coop Cooperation - recommend postponing to September

Approval of February and Special Board Meeting Minutes was postponed to next meeting.