

Plainfield Co-op Board Minutes

July 23, 2019

Board members present: Sarah Phillips, Pete Boyle, Giordano Checchi, Chris Jackson

Board member Absent: Charlotte Domino

Others present: Jean Hamilton, Gail Falk

The meeting was held at the Plainfield Firehouse.

Check-in. There was a brief discussion about how to address concerns Board members hear about staff. It was agreed these should be passed on to Jean.

Review July 1 minutes. The minutes were approved with one change: Sara Norton is coordinating a contest for the naming of Gift Cards, not for naming the Co-op.

Manager's Report. Cameras have been installed to address shoplifting. Jean will follow up to find out what the protocol is for reviewing the camera footage.

Plans are underway to put a barrier between the back work area and the store.

Building Committee is finishing work on the food prep area. Next area of focus is the bathroom.

One staff member is on leave for a month. There are enough staff to cover her hours.

Financially the store is doing all right now. Expenses are controlled and the community is showing up to shop. But there are many longterm investments that are not moving forward.

Jean feels that, with her limited hours, there are many executive tasks that are not happening, including proactive human resources work, strategic planning, thoughtful project development, management assessment and oversight. Kevin does a great job of operating the store. It is the other management tasks that are not getting done. Ironically, the store is running smoothly because of lack of management oversight. Perhaps the new position should be Executive Director. Sarah asked Jean to make a written list of the executive functions that are not happening and should be.

There was a brief discussion of marijuana use by staff. Jean will discuss with Kevin and consider public perception.

Kevin thought the card that was mailed to members was a slap in the face to the marketing committee and a bad use of scarce funds. Board needs to remember that staff are trying to do a good job with what we have, and it's stressful; there are a lot of feelings. Staff have feelings

about the messaging. Sarah said the Board's (and staff's) challenge is to move from reactivity about messaging to actual communication.

F1 – Quarterly Financial Conditions.

F(1) and F(2) are in compliance. As of the end of June F(5) (accounts payable) was still slightly out of compliance, but by the time of meeting current overdue payables have been reduced to nothing.

Jean said payments are being made on the loan from CFNE. It is no longer a line of credit, but a term loan. She will check on the status and report at the next meeting.

Gift cards are helping the account balance. At present 161 members have gift cards; the average on the card is \$33 per card (\$5346.00). This is helpful, but it won't solve the financial problems.

The Board accepts the F1 report, as compliant for F(1) and F(2) and well on the way to compliance for F (5). (compliant as of the date of the meeting but not compliance for the quarter covered by the report).

Board Monitoring of Part C. The Board and Jean discussed the 9 policies on Board Process, reading each one aloud and reviewing how well the Board was meeting each policy.

- C1. Board Process. Have done a good job of focusing outward and toward the future even in difficult times. Continue to honor diverse viewpoints. Pete is concerned that the Board may give a false sense of empowerment by encouraging input when the Board is unable to do many of the things people suggest.
- C2 Board's Job. Sarah feels that people give a lot of opinions; she gets a lot of emails and has conversations with people. The Board could still do better. Pete asked Sarah to forward to the Board email input she receives from members and her responses. It was decided to have a standing item on the agenda for member input (both for people attending in person and also what Board members have heard from members.)
- C3. Agenda Planning. The annual calendar is a good tool and generally the Board follows it. The reporting requirements were dropped during the period of crisis, and this was a good example of flexibility, in recognizing when management has too much on its plate.
- C4. Board Meetings. Use of executive session has been appropriate. All Board members need to be vigilant in calling out instances of delving into committee issues when they pertain to operational matters or personal concerns.
- C5. Code on Conduct. This has been put to the test this year. Have done well, though not perfect. Board members support the legitimacy of Board decisions, irrespective of the director's personal opinion. Not sure if "businesslike" in the first sentence is the best word; will keep it for now. Decorum in the meetings has been a roller coaster;

important to create space for expression of feelings but maintain respectful communication. Board needs to continue to grow in our behavior with one another and how we deal with conflict. Chris noted that “When things get elevated, we always close on a steady note.” Sarah thinks it would help to add a check-out at the end of each meeting. It could be helpful to have an easel pad with the Board’s code of conduct. The Board doesn’t actually have a Board member Code of Conduct. This could be helpful.

Sarah met with Charlotte and has asked her to put together a first draft of a Position Description for Board Members.

Giordano raised the issue of focusing on important issues. Chris said the way to deal with that is to use the power of the agenda. It is the role of the President to keep people to the agenda. If you want to talk about something that is not on the agenda, talk to Sarah in advance. Chris noted that the President doesn’t have to facilitate every meeting; that role can be delegated to other board members.

- C6. Officer Roles. Okay.
- C7. Board Committee Principles. Okay.
- C8. Governance investment. Have chosen to invest in member outreach and facilitation rather than self-education and training.
- C9. Endorsements. Board followed the policy when approached about boycott of Israeli products.

Committee-Workgroup Updates.

- Building permit. Gail still working on.
- Newsletter. Summer issue out. Fall issue will come after September member meeting.
- Building Committee. Question about whether CAPEX funds have been used. Permitted to spend under \$500 without Board approval. Jean will check on CAPEX and report at next meeting.
- Marketing. This is an operations committee. Jean will bring a report for the next meeting.

Member Engagement Updates

- Survey. Ready to go out. Sarah will send link to poll to include in social media promotions of the poll. Gail will make paper copies of survey and take them to the store for people who don’t do email surveys.
- Retreat. It is August 4. Sarah had a planning meeting with Andy. He suggested that each attendee pick a path and put together a one-page summary (Sarah will send out an outline of what to include.). There was a discussion of others besides Board members to invite. From retreat will come plans to be developed for presentation to the

members at September 14 member meeting. Don't expect to present final, finished plans.

Board recruitment. The board discussed the need to recruit 3-5 members in the next 6-9 months. Current members affirmed their willingness to stay on the board until successors are identified. The Board discussed some potential member-owners to approach. Chris and Sarah both agreed to connect with a couple people identified. All agreed to continue thinking about new board members. Per Sarah, Charlotte is working on a board member position description that may also help recruit and onboard new board members.

Executive Session. The Board entered executive session at 8:50 pm to discuss personnel matters. The Board exited executive session at 9pm. No actions were taken, or decisions made.

The Board adjourned at 9pm.