

**Plainfield Co-op Board**  
**Minutes for May 28, 2019**

Board members present: Sarah, Pete, Charlotte, Chris

Others present: Jean Hamilton, GM, Joseph Gainza, member, Gail Falk, member/note-taker

Absent: Giordano Checchi

**Board Recruitment and Elections**

After discussion, the Board concluded it is not urgent to hold elections right away. May or may not try to hold at second member engagement meeting in late June or early July (will require minimum 25 days' notice to all members).

Current Board membership of five is compliant with by-laws. Sarah said this summer could be a difficult time to bring on new members. Decided to look for members with particular skill sets, just not anyone. **Will include board membership in Newsletter article about ways members can be involved in Newsletter article, but not actively recruit at this time.**

**General Manager's Report**

Because of being away for two weeks in May, Jean does not have a written report. She sent a letter to all staff covering a range of topics, including end of working member +1 discount, guidelines about security vis-à-vis cash registers, back office, and social media, plans for member engagement, Jean's role, encouraging staff to reach out to her if they have issues. There will be a one-hour mandatory staff meeting either next week or the week after. The store will close for one hour at 3 pm to make it possible for all staff to attend. **Jean will send Board members a copy of the letter.** Charlotte said the letter, as described, and the meeting plan addressed her concerns about communication with staff.

Jean's sense is that things are running relatively smoothly in the store. Sales are pretty strong, and staff morale is okay. Plan to end family member discount (+1) for staff later in summer. Part of her job is to prepare staff for potential changes while keeping the store open and breaking even while the conversation about the future is going on. She sees the outcome of the summer fund-raising and member engagement activities as one of the following three: Close, Continue as is, or Expand.

Jean met with Lane Fury from our lender, the Cooperative Fund of New England. Jean said Lane is experienced and knowledgeable and wants to be supportive of the Co-op. Lane described the Co-op as being in the midst of "a perfect storm." We are lucky to have CFNE as our lending organization. **Jean will invite Lane to the June Board meeting.**

Jean said that she wanted to present at the June 8 member meeting what full management staffing would look like and what it would cost. Pete noted that maybe we are seeing now that we can get through with less. Sarah said we are still not doing either short-term or long-term business planning.

## **RAMP**

Joseph attended the Board meeting for the purpose of encouraging the Co-op to become involved with the Marshfield/Plainfield RAMP community revitalization initiative. **Joseph will represent the Co-op on one of the four RAMP task forces and Charlotte will get involved with another and serve as point person for the Board on the RAMP process.**

## **Board Monitoring F3**

There is no written Monitoring Report. Lacking a written report, the Board reviewed the status of the Asset Protection expectations through verbal report:

F3(1) **Jean** does not know of any inadequacy with respect to coverage of replacement value of equipment and facilities, **but she will check on this.**

**There was a switch to a new insurance carrier. She will review to be sure the policy to be sure equipment, facilities, replacement, and liability are covered. She will send the policy to Pete, who will review it as well.**

F3(2) Same as F3(1)

F3(3) Protocols that were instituted after the robbery a couple of years ago have been changed in that a single staff can be in the building to open or close if the building is locked; two staff continue to be on duty at all times the store is open. **Jean will assure that new staff are all trained in the security protocols.**

F3(4) Jean said documents are backed up and secured on Dropbox. Charlotte raised a concern about working members having access to COPOS without any protocols. **Jean will develop a protocol for working member access to COPOS.** Sarah said she has noted on repeated occasions that the computer in the back office is left on with multiple programs open. **Jean will address this.**

F3(5) Personnel and other sensitive paper files are now kept locked in Kevin's office. Only Jean, Kevin and Dave have access to them.

F3 (6) No concerns.

F3(7) There have been issues. There was a discussion of where staff smoking is permitted. It was agreed to continue the expectation that staff smoking will be behind the building out of sight of the front door. Jean will make sure staff know this.

### **Financial Report**

The Board reviewed financial reports from the first quarter and April. Pete said it is difficult to draw conclusions from short term reports because there can be so many factors that affect income and losses in any given month. Sarah asked why April's gain was lower than March's. Jean is not sure; perhaps some March expenses were booked in April. Jean will look into why April's profit was lower than March's. Jean said that, thus far, May looks like a break even month, and this is good for staff morale; it means we are not bleeding and do not have to close. She said that she thinks the accounts payable have improved: the most recent accounts payable total is \$64,000 with 35% out of current. FICA taxes are paid regularly. Jean will follow up to be sure the Business Tax has been paid.

Sarah said for now she will keep financial reports on the agenda for an update at every meeting.

Sarah said that, if Giordano were present, he would be asking for specific information about plans to increase revenues and cut costs. Jean said that she wants to keep the staff stable for the summer and doesn't want to do anything new or disruptive to store operations, such as opening an hour early for people who want coffee or cutting paid time off or staff IOUs. Sarah said that she and other members want to see visible signs of willingness to cut and make changes, and visible signs that staff are taking their jobs seriously. She said that seeing staff on their phones at the cash register sends customers the message that they are not giving the job their full attention. Jean spoke positively about the efforts of staff to adjust to change. Pete noted that perceptions are important as well as underlying facts. Jean will bring feedback to staff that customers get a negative message when they see people on personal phone calls during work hours.

Chris said staff should understand that the Co-op is not in position to offer "career" jobs to employees; the finances are too precarious. Co-op can't even offer job security or full time hours. Jean noted that, when he was General Manager, Kevin made some tough choices and cut some staff hours, and he took a \$3/hour pay cut, when he moved from GM to Operations Manager. For the June 8 member meeting, Jean will prepare a list of cuts that have occurred and will be done in the future though it's hard to make cuts in an organization that is chronically under resourced.

**Building permit.** We think our permit to expand the building is still pending at the Development Review Board. Bob Fancher put all the historical materials from the permit request together. Gail will review them and check with the DRB on the status of the permit.

**Newsletter.** Deadline is extended to mid June so it can include information about the June 8 meeting.

**Finance Committee.** Next meeting June 4. Andy and Jean have scheduled meetings with a couple of potential donors.

**Marketing.** Charlotte said she is checking with Kevin about distributing sales flyers around town, and plans to contact Deb Stoloroff about involving students in making videos.

**Member List Update.** Not done yet. Charlotte will schedule a meeting with Kevin.

### Community Meetings

Outreach Plan for June 8. Message went out on Mail Chimp. Sarah will post to Front Page Forum and Instagram. Already created an event on Facebook. Charlotte will make posters and invitations to be handed out at the register and will talk to staff about encouraging customers to attend the community meetings.

Jean and Charlotte will work on a system for recording the meeting and transmitting it by Zoom or livestream to people unable to attend. Chris noted that Keith Swan records the Select Board meetings and has equipment and set up for live stream.

Recruiting Organizers for second Community meeting. Sarah reported that Janice W. is interested; Paula is uncertain, and Sarah is still trying to connect with her. Sarah had a good meeting with Brian and Joseph, who are willing to play a leadership role. They suggested the agenda for the second meeting should flow out of the June 8 meeting, and that after June 8 a US Mail letter go out to members inviting them to the second meeting. They also like the idea of kitchen table conversations. Les Snow and Doni Cain were suggested as additions as well as Andy Robinson as a facilitator. There were some suggestions about this meeting, but it was agreed to leave planning for the second meeting to this group. Sarah is having a follow up meeting in the capacity of a convener of the ad hoc group next week.

**Executive Session** regarding a personnel matter began 8:00 p.m. All exited except Board and Jean (invited to stay). Exited at 8:50pm Decision: The Board essentially agrees to the process presented by the ad hoc committee to review the employee termination through a professionally mediated process with the ex-employee, so long as there is also a legal agreement not to litigate. The Board understands that the process itself will determine any outcomes or actions that the Co-op agrees to take as a result of the process.

Action items:

- Sarah draft email to Ad Hoc Committee, send to Board for review by email first
- Pete will circulate draft legal agreement by email to Board for review and feedback.

Meeting adjourned 8:50 pm. Next regular Board meeting Monday, June 24, 6:15 pm