

Plainfield Co-op Board
Meeting by Zoom
August 17, 2020

Board members present: Cat, Les, Rose, Sarah, Roseanne
Others present: Peter (GM), Gail (minute taker), Lucy Blue (member)

Cat, as vice president, prepared the agenda and chaired the meeting.
Participants were able to connect and to stay connected.

Minutes. The draft August 3 minutes were approved with the proviso that the cost for a Porta Potty is \$355, and Les, as well as Sarah, was familiar with the Strategic Plan.

Member-Owner Input. Lucy Blue was present as a member/owner. She is grateful that the Co-op is still there. She suggests that staff not park in the designated Co-op parking spaces. Peter said that is the policy and he will reinforce it. Lucy asked whether there is a comment box. Peter said yes, though noted that people who don't come into the store don't have access to it. Les asked Lucy to spread the word about how much fun it is to attend Board members by Zoom as a member/owner.

General Manager Update (see written report at the end of these minutes). Peter reported that The Columinate peer review process is underway. He has not yet received an invoice. Sarah said that the Cooperative Fund of New England is covering the greater part of the cost. Les wrote a grant proposal that yielded \$500 of our costs, and the Co-op is responsible for the remaining \$500.

Peter inquired about whether the Board has an opinion about accepting the EIDL loan. Sarah said her financial projections were a jump start on looking where we will be at the end of the year and the beginning of next year; it is up to Peter to carry the financial planning forward. She anticipates we will be \$80K in the red at the end of the year, but only half that if the PPP loan is forgiven. Peter said Sarah's work was helpful; he plans to review the figures with Kevin and the Buyers group. It will be easier to make projections for the rest of the year now that there is a stable staff. Peter said that the issue before the board is whether to accept the EIDL loan, and that Sarah's calculations suggest that the amount of EIDL funds approved is more than we need. By the next meeting he will have projections about the rest of the year, and then the Board will need to decide whether to go after working capital – either through EIDL or from other sources, which may be less costly. Sarah volunteers to reach out to Lane at CFNE about borrowing from them, and to shop around about other credit union options.

Sarah said that a big unknown in the projections for the rest of the year are the staff positions which were projected but have not been filled for financial manager and membership and marketing coordinator. Peter said that, at this point, hiring a financial manager is not on the front burner, given that two rounds of recruiting did not yield a satisfactory candidate, and Naomi does excellent work. Peter said he thinks the membership/marketing position should be filled

because of the store's lack of an adequate membership record system and need for planning in this area. Sarah noted that it will be hard for the M and M Coordinator to pay for itself in the short run. Peter said there is a person interested in the position. He noted that the Buyers have been asked for additional staff help, but Kevin has responded that this is not in the budget for this year. Rose noted that Paula is interested in more assignments for recruiting volunteers. Peter said he is aware of this, and that there are a lot of issues to think through in the Covid era about recruiting volunteers, which is another reason he is anxious to hire and membership/marketing coordinator.

Gail noted that the Select Board is conducting community hearings at the end of August on the proposal for Route 2 intersection constructions. She suggested that the Co-op's concerns about not having delivery and customer access to the store if the bridge is closed should be shared on social media with the members, so that concerned members can attend the hearings on behalf of the Co-op. Cat said she would put something on Facebook.

Policy Governance. Using the Columinate Decision tree for Monitoring, the Board found the Monitoring Report for F4 to be in compliance. For the future, the Board suggested that the information in Section 3 of the report be in a table that includes the items to be monitored, the person or position responsible for the review and the frequency of reviews. Then the report doesn't need a narrative for this section – just the table.

F6 (Emergency Management Succession) was also reviewed. There was a discussion about whether this policy should include the system for leadership succession in non-emergency situations. The board concluded that the focus of this policy is on emergency succession. The Board accepts the plan as written subject to Peter reporting back to the Board at the next Board meeting that Kevin is agreeable.

Annual Meeting. Les has drafted a survey to get preliminary feedback from members and get them thinking about issues that can be discussed at the Annual Meeting or in a subsequent Zoom discussion. Sarah appreciates the inclusion of a question asking whether people actually want to be more engaged. The survey Les drafted asks people to indicate if they plan to attend the Annual Meeting, which will be helpful for planning. There was a discussion about the pros and cons of Survey Monkey vs. Google Forms; Les and Rose will explore the options.

Les, Rose, Sarah and Peter met with Andy Robinson, who urged the group to think differently about the Annual Meeting. He thought that Zoom would be a more effective way to engage members in discussion, and the Board is not yet ready for discussion of major topics with the membership. He suggested that the Annual Meeting could be a time to report back the results of the survey as well as giving other reports about the status of the Co-op and the regular reports (President, Treasurer, GM), including serious attention to financial status. Andy said that open mike, free-for-all is not helpful and the work of the board is to analyze the survey results and put together next steps that are presented to the membership. The group that met with Andy concluded with a plan to use the Annual Meeting to present basic information and lay the groundwork for a broader discussion later on Zoom on member engagement. Les is concerned

we won't get sufficient attendance unless there is more on the agenda than just straight business. He sees member's appreciation of the co-op as a caring organization as a strong theme to build upon. Peter thinks the idea of two meetings: one in person and one on Zoom is a good idea because of the ability to do charts and information on line. We are not presenting the membership with a major course change now, and we are not ready to structure a discussion of long term directions. Sarah is worried that people who have health concerns about attending a public gathering will feel excluded and may be angry if important decisions are made in a meeting at the Rec. Field. . Peter said that the membership needs to hear that the store remains in financial jeopardy; he said he thinks the membership needs to be scared again. There was a thought of putting the meeting at the Rec Field on Zoom or some kind of livestream, but no one thought the internet capacity at the Rec Field would be sufficient. Les said maybe paper summaries of information could be distributed at the meeting as we won't be able to have a large screen presentation.

Rose said she found Andy's argument that the meeting should be by Zoom persuasive, but she doesn't have a strong feeling. She thinks some members will strongly want to meet in person and others will be more comfortable with Zoom. Maybe it is an introvert/extrovert issue. Roseanne pointed out that Zoom may feel less accessible for some people; she would prefer to be in person. Rose thinks it would be hard to do voting by Zoom. Sarah says Andy could give skills to vote by Zoom. Sarah said maybe compromise is to have an in-person meeting but drive more meaningful discussions online later; she harked back to the success of last year's kitchen table meetings to engage members. Les favors an in-person meeting. Peter suggests survey laying out a 3-step process: survey, in-person meeting, and then follow-up discussion in other forums, such as Zoom.

Rose: the simple through line is that the Co-op is doing pretty well, but not great and Covid was a setback and we want to give you the facts at the Annual Meeting, and then we want to continue the conversation about how you as a member can be engaged to support a resilient Co-op. Sarah likes the summary, but says that we are not doing okay financially, and we need the members to step up for longer term sustainability. We have to interpret what it means to end the year \$80K in the red. That is really not a good status and could lead to a need to once again considering closure. Lucy Blue added Annual Meeting and the Zoom meeting could be two ways of having the same meeting: make them equal. Peter reminded Board members about the member engagement workshop on September 11, and said it has a nice visual about levels of engagement.

After continuing discussion, the Board decided to proceed with an in-person Annual Meeting on September 20 at the Rec Field. There will be a need for some nice simple handouts to distribute at the meeting. Sarah thinks Andy will not be needed to facilitate a simple meeting. Sarah is willing to work on agenda for simple Annual Meeting, which will include survey results, election and by-laws and financial updates, and planning for Zoom meeting. She will draft and send out to Board. Peter: warning of agenda has to go out by September 10, but Les noted that the meeting has to be announced further in advance. Peter will post notice about the meeting in the Co-op and on the website and on Facebook.. Sarah said the meeting notice should be

include an invitation to members to run for the board. Les will send out a final version for Board approval of the survey in a few days.

Next meeting: Tuesday, September 8. Will focus on Annual meeting. Peter says he can't have the monitoring report on personnel by September 8 but he can have revised financial projections and budget on that day.

Plainfield Co-op Board

Peter's Corner: General Manager's Update for August 17th Board Meeting

Store: July's financial reports from Naomi should be out by the time you read this, but not yet as of this writing. We know gross sales were good, but don't have the other half of the picture as of this writing. One item I will mention is that coming up, you will see an expense of a little over \$2,000 in August for utilities. Apparently, we had not paid our Irving Oil (heating) bill since February. Kevin had conveyed to me that we were on an auto pay budget plan, so had not been processing statements (note: not invoices), as they all referred to our budget plan and auto pay. However, further checking with Naomi as I was researching the PPP loan forgiveness (which covers utilities) revealed an issue. Contacting Irving, they were confused, as we were definitely on a budget plan, but not set up for auto pay. Further confusing is that their policy is NOT to do budget plans for businesses, only residential accounts. Anyway, that bill was paid last week, so we're all caught up and now are reviewing information from Irving about what to set up for the upcoming heating season. Stay tuned.

Staff: Our new subs are all working out well, and all have expressed interest in permanent shifts. Those should settle out in the next week or two, but we may still need to recruit externally to fill beyond Labor Day, as we lose one staff member when school opens. He may stay on as a sub, but can't do his current shifts. Staff Vacations: Jezebel (produce buyer) was on vacation last week; Kevin (ops mgr. and bakery buyer) is out this week; Laura (beer/wine/gifts/households/bulk herbs buyer) will be out the next two; and Chloe (grocery/bulk/dairy/meat/frozen/refrigerated buyer) will be out after that. Mostly, the buyers cover for each other, so it doesn't affect floor staff too much. Audrey Isom has now completely transitioned into lead receiver, so helps the buyers a tremendous amount, as well.

Expanded Store Hours: With the settling of staff onto permanent shifts, we are very pleased to report that we can extend our Sunday hours back to almost normal. With two staff – not subs – available for the Sunday second shift, we will now have public doors open from 11AM to 7PM on Sundays. This should increase sales a bit, be more convenient for our shoppers, and relieve a bit of the pressure on Mondays. The extended hours will launch on Sunday, August 23rd, and will be announced through social media, in store and on site signage, and on the website later in the week.

Labor Day: A reminder that the Co-op will be closed on Monday, September 7.

Economic Injury Disaster Loan and Co-op Budget: The EIDL still remains unsigned at this time. I met with Sarah following the last Board meeting to take a closer look at the budget for the rest of the year. She prepared some tables with assumptions on sales for the rest of the year (pegging them at 75% of originally projected). With the operational budget at 55% of the adopted budget through the first six months, she also projects the same for the second half of the year. With those assumptions, it sets parameters for underperforming sales and overperforming expenditures. That would project out to a

roughly \$85,000 budget shortfall for the year in gross terms. Compare that to the \$150,000 EIDL loan potential. From that point, we would look at how actual sales and expenditure play out. For example, if July comes in as good as expected, it would reduce the sales deficit Sarah projected, bringing the \$85,000 budget gap down proportionally. Further, to the extent the PPP is forgiven, that gap could close by as much as another \$31,045. All this gives weight to the position of NOT accepting the EIDL, but rather addressing our budget needs otherwise. I still have more number-crunching to do with the operational expenses to further refine projections there for the rest of the year.

Marketing Committee: Julia Rapczynski did an in-store shop on Monday, as part of developing the “market basket” for affording shopping at the Co-op. Bob Fancher mounted the new “Open” sign – a stylish pointing hand that has gotten positive reviews so far. August sales flier went out via Mail Chimp. The Committee is planning to meet again later in the week.

Building Committee: Chris Thompson convened a Building Committee meeting on Tuesday. The status of the budget was reviewed and various projects discussed. Priorities are: sheltering the new backup generator; re- sealing the basement window opening; taking down the dead tree near the delivery entrance (likely hired out); repairing some of the missing floor tiles in the back office; putting up an awning for the Express Window. Longer term building projects, vis a vis the 2016 Strategic Plan were discussed. Given that the scope of projects such as building painting (with lead abatement and major clapboard replacement necessary) and other major renovations would fall outside of any maintenance portion of the Co-op’s annual operating budget, but rather into capital expenditures and/or fundraising initiatives, those were left for another day.

Other Activities: I prepared written testimony for the Plainfield Select Board meeting on the pedestrian bridge project, and then attended (virtually) the actual meeting and spoke again. There was coverage of the meeting and our testimony in the Times Argus. The Select Board had their Monday follow up meeting postponed due to technical difficulties and is trying again Wednesday. They seemed poised to re-work and re-bid the project with some accommodation for one-lane traffic, but it will bear close watching. Nothing will happen this year in terms of actual construction work. I attended the virtual Annual Meeting planning session with Sarah, Rose, Les and Andy Robinson this past Monday, and will follow up with the Board. I have submitted a variety of information to the Columinate Peer Audit team. Their on-site photographer/videographer will be here Monday morning at 10. The Board is supposed to receive their own survey – don’t know if that will be sent directly to you, or to me to forward, but I don’t have anything as of this writing. Further, we are also supposed to have an invoice for partial payment ahead of time, but we have also not received that yet.

Respectfully submitted,

Peter Youngbaer, General Manager