

Plainfield Co-op Board
Meeting by Zoom
April 20, 2020

Board members present: Cat, Les, Rose
Board members absent: Sarah, Giordano
Others present: Peter (GM), Gail (minute taker)

Sarah (Board President) was unable to participate. In her absence, Cat, as vice president, prepared the agenda and chaired the meeting.

All participants were able to connect and to stay connected (with brief exceptions) by Zoom.

Check-in: Cat reported that Sarah is doing well and is grateful for the work Peter and the Board are doing. Her work on the State emergency team is winding down and she is looking to jump back in to Co-op Board meetings.

Minutes: The April 6 Board meeting minutes were approved. Peter said he needs to have a copy of the March 13 minutes where the Board approved applying for the SBA grants to append to the loan application. Les will get him the minutes and circulate the draft to the Board for approval at the May 4 meeting.

Member-owner input. Recent messages to the membership have contained information about how a member may join the Board meetings through Zoom. There was no member-owner input at this meeting.

General manager's Update. Last week Peter submitted a SBA Payroll Protection Plan loan request for \$41,045. The applications are processed through a local bank; ours went in through North Country Federal Credit Union, which approved the application and has forwarded it to the feds. Peter doesn't know whether the application was submitted in time to receive funds in the first wave of applications, or if it will be funded by the supplementary funding bill pending now in Congress and expected to be approved this week. The second larger emergency relief application requires a lot of financial information and number-crunching. Peter has been working on this and expects to be ready to submit it when the government is once again accepting applications.

Hazard pay (approved at the April 6 Board meeting) was included in paychecks issued for the pay period 4/2-4/15. Four staff are eligible for federally reimbursed paid leave. The federal reimbursement is a one-time benefit that covers two weeks of leave. The Co-op recoups the reimbursement by reducing federal withholding payments.

In responses to the question "What keeps you up at night?", Peter said he is sleeping better. The Co-op is currently selling as much as it can given its space and staff capacity. His concerns now center upon the uncertainty of operations going forward. He would like to see the

Marketing Committee revive and contemplate how the Co-op is going to market itself when we reopen after stay-at-home. He would like to see a snail mail outreach to all residents of Plainfield and surrounding towns and wants the Marketing Committee to be thinking how we want to present ourselves. The Co-op's annual budget is built upon an expectation of a large bulge of sales in the summer, but it is impossible to know whether that will happen this summer.

Board Monitoring: F-1 Quarterly Financial Conditions. Peter expressed appreciation to Les for directing him to Columinate resources and for help in knowing how to prepare the F-1 report. He said he couldn't find any Financial Condition reports (previously B-1) more recent than 2017. Gail said she would try to find the file where they are maintained. Peter dictated additions to the F1 report which he e-mailed to the board earlier in the day:

- Page 2 after the first full sentence insert "The first quarter finished with a Gross Margin of 31%."
- On Page 3, Section 4, second paragraph, the "%" signs after the numbers should be removed. These are ratios, not percentages.

Les said that, under Policy Governance guidelines, the interpretation of a policy is the responsibility of the General Manager. Thus, with respect to Section F1 (A)(4), the General Manager makes the decision about what standard to use to calculate solvency. The General Manager should include the interpretation in the report. It is the Board's responsibility to review the interpretation and to accept it unless the Board thinks the interpretation is not a reasonable interpretation of the policy.

Les does not think that any interpretations should be included in the Policy Register; he thinks it is wrong for interpretations of the Ends to be included in the Policy Register that is published on the website. He thinks they should be removed because there should be no interpretations in the Policy Register. Gail said there were historical reasons for the interpretations being included, which she will tell Les about at another time. Peter doesn't have the most up to date version of the Policy Register. Les said the most up to date version is dated February 2020; it is online, on the website. He will see that Peter gets a copy.

There was a discussion about the Board's role after receiving a monitoring report. Les said ideally the reports should go out to the Board at least a week in advance so Board members can review and ask for clarification if needed. When things are going smoothly, the Board should be able to act on a monitoring report with just a brief discussion.

The Board accepted the F1 monitoring report as amended by the two additions described above, finding that it included sufficient data and that the Plan for Compliance for sections F-1 (A) (2) and F-1(A) (4) was reasonable.

Member Survey. There was a brief discussion of the results of the Member Survey on Covid-19 Response. All the Board members had read it, as had Peter. There was high participation: nearly 200 people responded. Highlights of the responses were:

- High appreciation for the new system for ordering
- High satisfaction with being able to shop this way during the pandemic

- Most people were having a good experience with the ordering system
- A number of people wanted to be told when they called or ordered when to expect a callback
- Some people found the delay between ordering and fulfillment to be a deterrent to buying at the Co-op
- Thirteen people couldn't get through because the phone lines were busy
- A number of people would like more information about what products are available and the prices. Suggestions included an on-line order form, an order form for Basics, a video of the products on the aisles, and Facebook postings.

Peter said there was a problem with putting product information on social media because the Social Media staff person is on leave. He said he was working with Kevin to get the inventory online. The availability and prices of produce change weekly, and the buyers just don't have time to do a product list every week. Cat mentioned she had been seeing pictures on Instagram.

Cat said the survey was a good thing to do and expressed appreciation to Les for initiating it. Rose said there was an awesome turnaround in getting the results out. Rose asked whether it would be practical to put out an order form just for basic groceries. Peter said it is nearly impossible to do that because we have an eclectic group of shoppers, and what is basic for one person is not at all basic for another.

Peter said the waiting queue for ordering is shorter. As of this morning, there was no one in the queue (all orders had been filled by closing on Saturday). He said that emailing orders is somewhat easier for the store: the shopper can review the list and just call the shopper for clarifications or if something ordered is unavailable and for payment; this system ties up the phone less. The Co-op has added another phone line, but it can still be hard to get through. Vendors use the phone as well as shoppers. He said that email orders now get an automated reply acknowledging the order. He tries to keep the people answering the phone apprised of how long the wait will be so they can pass that on to callers.

Cat said it would be helpful to have an order template that lists products by department. Peter says they are working on that, as well as photos of products online.

There was a discussion about getting back to members with a summary of the results of the survey. Waiting for the newsletter, which won't be out until at least June 15, seems like too long to wait. (Note: I don't think anything was decided about this? GF)

Committee/Work Group Updates

Peter forward the Zoom account info to Bob Fancher so the Marketing Committee can use the Co-op's account for meetings.

The Building committee is going to redo floors in the back of the store. The floors will be covered with an epoxy material that offgases toxic fumes. The plan is to do the work on the day before Memorial Day and close the store that day and then stay closed the following day to give

time for the fumes to disburse. The store is already scheduled to be closed on Memorial Day, so this will just require one extra day of closure. After pricing different options, the store is going to go ahead with the original plan for a back-up generator.

Next meeting. Policy governance calls for review of Part E in May. Les clarified that the General manager is not expected to prepare any reports for this review. This is a time for the Board to review its own work.

Next meeting is May 4, 6 pm, by Zoom. Cat will send out a reminder a day before the meetings in addition to sending the agenda a week before the meeting

Enjoy the spring weather!