

Plainfield Co-op Board Meeting Minutes
Monday, February 17, 2020
6:00-8:30pm, Community Center

Board members present: Sarah, Les, Giordano, Cat

Absent: Charlotte

Others Present: Peter Youngbaer and Jean Hamilton, Margie

Check in: introduction of the new GM, Peter Youngbaer, Review agenda and assign timekeeper

Board Officers: Sarah will stay on as President, Giordano will remain treasurer, Les was appointed secretary, Cat appointed Vice President. Cat took minutes for the meeting in Gail's absence. Time was taken to discuss the importance of a minute taker at the board meeting. Member-owner Gail Falk has been the minute taker, but is out of town. If she is unable to continue, a new minute taker will be needed.

Consent Agenda: The board approved the regular December minutes, approved both the November 7th and the February 9th Very Special meeting minutes. We don't have the January minutes to approve.

Standing Item Member-Owner Input: Jean shopped at the Co-op on Valentine's Day. The store was full of women and hardworking staff. She honored the balance of the community relationships.

Standing Item-Managers Update from Jean:

Nutty Steph's products were discontinued from the store prompting feedback from some members and shoppers. Although the board held a special meeting about this topic, space was provided for a brief discussion. This issue was very personal to people on all sides. It was agreed there should be a year end review of the conflict of interest policies.

-Welcome to our New General Manger Jean expressed an excited welcome to Peter. This is a satisfying and great moment for the Co-op and we are glad to have Kevin help onboard Peter.

-Reach-Up Worksite: A new employee was hired as part of the State Reach-Up Program. The Co-op is a Reach-Up Worksite and provides job training to the individual enrolled in the program. The individual is always part of a staff team and there is a contact person from the State as part of the program. The feedback is positive and staff have remarked that this is a mutually beneficial relationship.

-Inventory Management Processes: one of the tightest internal controls is inventory. January 1st, EVERYTHING is counted. Each month, one department does a full inventory, with the exception of beer/wine and produce who perform one additional inventory than the other departments. Quarterly, there is a "mini-inventory" or a light inventory. A year end discrepancy in produce will result in another inventory. It was noted that the Co-op may need different ways of doing profit and loss-not having a regular inventory can throw off the true picture of the P&L, an audit inventory adjustment caused an immediate effect on the reports. This was flagged for future management training with the question-how are other Co-ops doing this?

-Personnel Policy Revisions: discussed adjusting discounts to incentivize more full time work-a strategy to motivate staff to work more rather than more staff working less. Flagged a change to personnel policy- PTO accrual for staff employees-recommended salary employees would get two weeks starting with the new year. Other Co-op's do accrual based, which is how we do it now for hourly employees.

-Columinate Project: The objective of the Columinate Project is to gain peer advice and support from other small cooperative markets, make store comparisons, network, connect with resources available. Columinate will do a store audit and make recommendations. CNFE, our lender, is paying the majority of the cost. Sarah wrote a letter for the support and Les applied for a grant. April 13-17th is the tentative date set for the peer review of 5 neighboring Co-ops.

-Membership Policy/suggestions from management: Individual vs Family Equity Ownership can put staff in an awkward position when trying to discourage people from using another's membership. It causes unnecessary pressure for staff to balance policy vs culture. There was discussion around launching a campaign in the newsletter about the policy-your discount is individual as is the equity...Gift card training needs to be ongoing. De-escalation training-let's take care of staff so they are able to navigate the different levels of emotion. The Co-op can set a good example of civil dialogue.

F1 Financial Condition & Activities

Reports on F1 part B: Report of financial condition-Debt to equity-February 2020 monitoring for the 2019 calendar year. Board reviewed #6-13 and found them in compliance.

Update on Close Out of FY19:

The co-op ended the year in a good place. Peter, Jean, Kevin, and Naomi (bookkeeper) will meet to get financials in order.

Revised interpretations on F3 and F4: we will look for the updated interpretations when it comes up for review.

Capex Request to Board-Generator: The board voted to approve this as a capital expenditure of up to \$5,000 for a propane fired commercial backup generator.

Member Dividend: There was a net surplus for 2019. It was proposed that we don't do a member dividend payment during this year of financial ups and downs. We will close out the year and check for IRS requirements regarding the threshold to require a dividend payment.

Brief Committee/Workgroup update:

-Newsletter Committee-March 1st deadline for newsletter submissions. Include individual membership policy, gift card project, board report, interview with Peter, and save the date for annual meeting.

-Building Committee-scheduled to meet Friday the 21st. Marketing Committee-there is a line in the budget for marketing, but funds need to be approved by management.

-Membership Committee-this new Committee is updating the member contact info.

- Introducing the new GM-introductions will take place at the Community Supper and indoor farmers market.

-Pledge Campaign- still trucking along

-Future Groups: Expansion Finance or Route 2-Space was provided for discussion around the Plainfield Rt 2 bridge project. The town committee wants to know the co-op's input on impact. Peter will formalize communication re: impact. Giordano will conduct an analysis to quantify impact using member addresses. Setting up grocery deliveries is an option, but is it sustainable for 3 months? There will be detours during the bridge project. This is a specific item for the next board meeting.

Membership Rights and Responsibilities

Review template policy and consider additions to board policy: Board revisited the reasonable interpretations of the global policies. Look at Columinate resources for templates. It was decided that D-8 should move to F-7. Board approved to send Bob the policy

Annual Meeting-Schedule, Notice, Agenda, Board Elections-

-Annual Meeting is scheduled for April 15th at the Plainfield Opera House from 3-4:30

-Notice will be posted at least 10 days in advance and members will be notified via email- Agenda will include President's Report, Financial Report, Management Report, and update member/owners on what has been going on since the last meeting in September.

-Board Election-Cat will be up for election. There was discussion about updating outdated language in the by-laws re: term limits and fulfilling consecutive terms

Check Out: The Board members reiterated their assigned tasks, set date for next meeting.

Adjorn:8:30pm