



## Board Meeting Minutes

8.15.2013

**Attendance:** Ron Lavigne, Niki Bilodeau, Dani Madrone, Cezanne Murphy, Isabella Rogol, John Regan, Josh Simpson, Erin Genia, Jayne Rossman (*Staff Rep*), Fern Moore (*Board Observer/notes*), Harry Levine (*Facilitator*)

**Absent:** Teresa Young

## Agenda

### Announcements

### Mission Statement and Commitments Review

### Member Comment

### Staff Report

### Annual Meeting and Election Plans

### Proposed Bylaws changes

### Marketing Brainstorm

### Committee Reports

### Executive Session

## Announcements

None

## Member Comment

Over twenty people attended the Member Comment. Nineteen signed up to speak. Their comments were:

*Ruth*– I'm a 93 yr old Jewish woman who supports BDS

*Gar* – I'm a Jewish member who supports BDS

*Muhammed* – supports the decision to support Palestine, neighbors' talk to neighbors, drop the lawsuit.

*Shellee*- member for 18 yrs so proud of this co-op for standing up for equality and justice, drop the lawsuit

*Laura*- 7 year member, 3 year volunteer. Thanks for continuing the commitment, thanks for standing up for the mission statement

*FT* – Supports the boycott

*Matt*- proud of the co-op for making hard decisions

*Larry*- proud of the co-op for its courage, the co-op is a leader

*Sakhawat*- supports the co-op and the BDS movement, request the opposition drop the lawsuit.

*John*- lifelong resident, 35 yr member, deeply proud of the community and the co-op that support the Palestinian call for boycott

*Sally*- 20 yr member support the boycott, proud that the co-op stands on the side of justice

*Sarah*- 3 yr member supports the boycott

*Cindy*- it was a courageous and right decision to support the boycott. We have Israeli Jewish supporters. The people of Palestine applaud your courage and are in good company, Presbyterian and Methodist church is preparing for boycott. Thanks to everyone in the room and particularly the board.

*Anna Marie*- proud member, remind yourself of history and how it is made, it is made by those who are brave and courageous, you should be proud of yourselves for taking a stand and appreciates what you have done

*Elissa*- supports the boycott and proud member, recently spent a quarter in Palestine. It takes courage to step forward even when we don't agree,

*Zahid*- We are on the right side and this is our legacy. We are proud and we will be in the future. Challenging moments show our courage. As the President of veterans for peace, we cannot have peace without justice

*Craig*- 35 yr member. Congratulates and reminds you that some of our friends are against this boycott. When you do things for human rights it is a loving act, show that love to that members of our community that disagree, we have to hold out for our values.

*Pete*- member over 25yrs, so many food co-ops are based in social justice, ofc is a leader, and has been able to maintain its values, proud of the co-op

### **Commitments Review**

- **Harry** ~~will bring to the Finance Committee/Cat: suggest a % of labor to be admin~~ *under consideration*
- **Cezanne** ~~will send out the financial benchmarks~~ *complete*
- **Cezanne** ~~will email Harry about Task Force #4 draft~~ *complete*
- **Jayne** ~~will send an email to Josh and Erin about food for potluck and dates for lemonade stand~~ *complete*
- **Jayne** ~~will make copies of applications and the mission statement for the lemonade stand~~ *complete*
- **Jayne** ~~will bring to Outreach a discussion of how to increase staff attendance and involvement at the Annual Meeting~~ *pending*

### **Staff Report**

'BPC is still trying to be clear on what our report to the board is expected to be - a "staff report" or a report on the strategic planning progress?

The staff have been in our longer process of financial recovery. As our strategic goals are hinged on increasing our capitol, we have had a lot of projects on hold for 2013. We are about at the point of four consecutive weeks of our stabilized goal in order to safely move ahead with spending on projects.

We are in the process of determining which and how projects on hold move forward. Our highest priority expense is replacing the freezer at the Westside. In preparation for entering the budget cycle, the staff have been grappling with several major sticking points before entering the budget cycle for 2014. This was a large portion of the collective meetings prior. '

Harry corrects that we are at 3 weeks running not 4 weeks of cash goal.

The Board would like to hear a staff report and considers it useful information crucial for a better connection to the Board. The report should contain long-term planning and strategic plan updates, as well as general staff news, and next collective meeting agendas. Perhaps include more detail (i.e. what are the sticking points are in the budget planning). It would be nice to have someone from BPC present the report to the Board or include Board member representation to their meetings

### **Annual Meeting and Election Plans**

Outreach is planning the meeting this year and has not met recently. They are still figuring out the details of the Annual Meeting. The location still needs to be determined

There are four spots open in the Board election this year. And two weeks left for recruitment. Recruitment ideas- KAOS, tabling, Facebook, Evergreen, MPA program listserve

- ***Erin will post recruitment to MPA listservs***
- ***Jayne will send recruitment pdf to Erin, and will contact others recruitment ideas***

### **Proposed By Laws Changes**

The Board reviewed the feedback submitted by the Membership and Staff about the proposed by – law changes.

Four staff people submitted feedback individually. The Big Picture CAT also submitted feedback as a group.

*By Law Feedback from Big Picture Cat*

*Hello Board,*

*Thank you for your work and keeping the bylaws alive!*

*Overall, we feel these bylaw changes look great. We have one recommendation for the bylaws.*

*Please, in section 3, #4, change staff representatives to plural to allow for options for staff to chose for how staff will be represented on the board AND to be consistent with #2.*

*Thanks,*

*Big Picture Cat Staff - Mo, Grace, Jo, Adam & Bradley*

Member feedback on the proposed bylaws changes was minimal.

Other documents will specify how communication happens, as well as the new website and new member packet which will make accessible policies and procedures

- **Jayne will respond to members who submitted feedback on bylaws (Thad and Jonathan)**

The review of feedback, particularly from BPC, prompted further discussion on the proposed changes by the Board:

Ron raised concerns about how the decision would be made to change staff membership on the Board, and wonders if changing the bylaw precludes this.

Erin recommended a larger forum of discussion on this particular issue; Staff and Board should come together to make the decision.

Lon (a member in attendance) added that perhaps there could be a proportional representation of Staff written into the bylaws.

Jayne suggested raising the question at the annual meeting as a future possible change, there is a lot of work on this issue to be done within the membership and staff.

The Board agreed that we leave this possible bylaw change off of this year's ballot. The Board would like to construct a process around this idea for a possible bylaw change of this nature in 2014.

**Proposal: The Board authorizes the proposed bylaws changes for the 2013 ballot as written.**

### **Consent**

#### **Marketing Brainstorm**

We do not have a marketing plan, and John sees a need for one. Jayne adds that this has been on the work plan of the Outreach team.

##### *Marketing Brainstorm*

We could sell beer  
Emphasize on member service  
New groups/ markets  
Community  
Address different markets  
Mission and value based  
Integrating mission and marketing  
Give back program, new member incentives  
Identify market trends  
Overview of industry trends  
What to do to face competition  
Expansion  
Reaching out to other co-ops with aggressive marketing plans  
Cost  
We could sell liquor  
Bring a new member incentive (referral incentive)

The Board would like to see a draft of the marketing plan from Outreach by the September Board Meeting.

#### **Committee Reports**

**Standing Hiring** – in the process of selecting new staff members for the hiring committee

**Local-** October 11<sup>th</sup> and 12<sup>th</sup> two days of local producer demos at the stores

**Member Relations** – continued work on the Member rights and responsibilities, working on process for conflict within the stores. One of the members at large would like direction from the Board on how to approach this issue, is this something the member relations committee should be doing, potential conflict could involve a person who is not a member, perhaps it would be better suited to a safety committee.

The Board decides that the policy should come from the staff level.

- *Jayne will take the request that Staff construct a policy on in-store conflict to the Front-end group for discussion.*

**Finance** – are meeting next week, a year since the new labor system and they have written a labor report and are straw polling staff and will be polling the Board next month, 2<sup>nd</sup> quarter statements are coming in and looking better, cash is getting better.

**Expansion** – discussed that until the benchmarks have been solidified it is hard to move forward, they would like a date on when they can move forward as soon as possible, they will be meeting with finance cat at the end of the month.

**Outreach** - will meet next week

**Personnel** - new personnel policy is still in the works

## **Executive Session**

### **Proposal:**

**The Board consents to a volunteer systems task force condition upon receiving timeline and budget at the next board meeting**

**Consent**

**Stand Aside** - Dani, John

### **Commitments**

- *Jayne will bring to Outreach a discussion of how to increase staff attendance and involvement at the Annual Meeting*
- *Erin will post recruitment to MPA listservs*
- *Jayne will send recruitment pdf to Erin, and will contact others recruitment ideas*
- *Jayne will take the request that Staff construct a policy on in-store conflict to the Front-end group for discussion.*

### **Next Meeting**

**Outreach Marketing Plan  
Annual Meeting update**

### **Decisions Out of Meeting**

**None.**