



Board Meeting Minutes

4.21.2016

Attendance: Sam Green, Micheal Snow, Marc Hartung, Julianne Panagacos, Vicky Schroeter, David Coppley, Laura Kaszynski (*Staff Representative*), Fern Moore (*Board Coordinator*), Grace Cox (*Facilitator*)

Absent: Matthew Schmezler, Desdra Dawning

Agenda

Agenda Review
Announcements
Mission Statement
Commitments review
Member Comment
Organizational Health
Confidentiality Agreement *Tabled*
Break
Committee Reports
Staff Report
Finance
Executive Session 1
Executive Session 2
Commitments
Meeting Evaluation

Announcements

- Co-op a topia on the corner of Adams and 5th this Saturday. 15- 20 different co-ops will be attending. There will also be games and activities.
- Desdra is unable to attend.

Commitments Review

- *Grace will email out the Earth Flag request to the Board complete*
- *Fern will forward the round up proposal to the Board complete*
- *The advocacy committee will write up the poster policy complete*
- *Fern will ask the sign coordinator to create a board vacancy sign pending*
- *The Elections task force will redraft the vacancy policy pending*
- *Fern will email eric and desdra to set up a elections task force meeting pending*
- *Fern will send out the vacancy policy to all complete*

- *Grace will get sample confidentiality agreements and privacy policy from other food co-ops pending*
- *Eric will do some research on privacy and confidentiality pending*
- *Micheal will integrate Desdra into co sound complete*

Member Comment

- John from the NWCDC is here to present the Organizational health agenda item.
- Trisha Shaw read the new newsletter and had questions regarding the expense contracting the Development Co-operative as a possible waste. Grace and Micheal responded as Expansion committee members, that the committee does not feel that it was waste. The committee is doing due diligence internally with the information received by the Development Co-op.

Organizational Health

Former Board member, Teresa Young used to work with John and worked on Organizational Health with him at the NW Cooperative Development. He has continued to work on that project since she has relocated. John presented the *Co-operative Index*, a tool to measure the co-operative function and health. This tool has been translated into several languages. The tool tries to measure values, identify internal weaknesses as well as strengths. In a way it is a social audit, but it goes much deeper.

It operates using four assumptions and as a diagnostic tool based on 22 scales on values and 30 scales related to concrete actions. It provides a meta view of the organization but allows to dive down to the values. There are a few versions, hierarchical, non hierarchical. 178 questions in the survey. If the questions are not applicable to the organization it is recorded as a null. The values, principles and ethics include the seven cooperative principles and the worker co-operative principles. There is no additional cost for the index, but the organization will incur costs associated with staff labor hours used in completing the survey.

Proposal:

That the co-op use the budget, already set aside for staff gathering and organizational evaluation to administer the Co-op index. The organizational health committee estimates 40 hours of labor hours for the entire staff to fill out the survey plus another 15 hours for Mo and Maureen to support the survey as part of their committee labor.

The Co-op Index is a tool that was developed by the NW Cooperative Development Center (NWCDC) to help worker co-op's assess where they are organizationally compared to the cooperative principles. It is framed to help co-ops see their strengths and what the organization is good at in relation to the mission and values.

NWCDC has a grant that goes through September to help co-op's implement this tool. The labor to set up the survey, then to do survey analysis and data compilation will be done by NWCDC free of charge to the co-op, as long as the labor is done within this grant cycle- by Sept. 2016.

The committee will compare survey results to existing policies and use results as one way to assess what is working well and what is needed. The committee will point out places where perceptions vary from what is happening or supposed to happen. Then the committee will report on the results to the board and staff with recommendations for next steps such as where to focus organizational energy.

The Timeline would look like this:

- April/ May: present to board and staff, prep work to get make sure all of the categories of the survey are correct

- June: Administering the survey over 2 weeks to all employees of the coop.
- July: NWDCDC compilation of data, running reports, and analysis (2 weeks)
- August/Sept: Comparison to policy manuals, and assessment by organizational health committee, Sharing results and recommendations with Board and Staff

Our goals:

- Find our strengths- what we doing well, and keep doing it!
- Identify problem areas- can we streamline, or make ourselves more effective at working towards our mission and values?
- Create achievable and implementable recommendations for changes.
- Use data towards the creation of an annual report, a more effective annual membership meeting, and annual elections cycle.
- Energize the plans we know we want to achieve (improved accountability and labor systems, expansion, improved retail sales, for example).

Board Questions-

What is asked of the staff? Email addresses, answers would be kept anonymous. A link is sent to each Staff member. They are given two weeks to complete the survey and are encouraged to do it in one sitting. Any personal questions asked would be designed by the task force (age group, gender etc)

How many organizations have used this tool? 10, including Equal Exchange and organizations in Canada.

What is the minimum participation within organization to be effective? 60%- 70%. The goal is that all workers will participate and will be paid to complete the survey.

Interviews with participants will be structured on individual values identified by the task force.

The hope is to be finished with the survey before September 1st.

Vicky voiced concerned about sharing staff emails. Laura, shared that there is a Staff agreement to use our business email accounts. Currently there are 85 staff. The average wage of \$17.26 totals - \$535. This work has already been budgeted for in this years budget, there is more than enough in that line item to cover the cost of all staff completing the survey. Vicky added that there should be a maximum expense attached to this work. \$8,778 is in the budget. A timesheet code will be created for this project, to accurately track spending.

The Task Force would like to use this tool to assess the need. An all Staff meeting might also be planned. David spoke to supporting an all Staff meeting to review the results.

This proposal has not gone to Staff yet, and can be amended if needed based on feedback given in the decision making process. Joint Consent from the Board and Staff is ideal and integral to the work. Therefore Board approval is pending Staff approval.

Sam spoke to his support in using the tool. But will be standing aside, as he has worked with NWDCDC in the past.

Proposal-

The Board approves the Organizational Health and revitalization proposal and assigns a spending cap of \$1,200.

Consent

Stand Aside- Sam and Laura

Executive Session #1

No Decisions recorded.

Committee Reports

Advocacy- has not met.

Co- Sound- The Board discussed the recent CECOSOLA exchange proposal. Board members had concerns and questions regarding the proposal and requested time to discuss those concerns. Micheal was involved with the last CECOSOLA exchange in 2012 and continues to sit on the Co-sound committee.

The terms proposed were that half of the exchange would be funded by the Co-op, through the Board budget and the Staff training budget.

There were questions regarding the actual costs (adding one other Staff's wages to the budget and who will fill-in for the duration while the other Staff is traveling, travelers insurance, personal costs etc) of the exchange. The proposal did not include this information. There were comments regarding what was budgeted for the Co-sound work and if this could be used to fund this work.

The Committee is working on the final steps for the exchange. One staff member has expressed interest in participating in the exchange.

SEE ATTACHED DOCUMENT #1

Proposal-

The Olympia Food Co-op selects one staff member to represent OFC as a participant in the upcoming exchange in Venezuela with CECOSOLA.

- 1. Costs for the exchange will be split (\$410 each) between Training & BOD budgets.**
- 2. Staff who participate will be paid their average weekly hours worked during their time in Venezuela, at their current pay rate.**
- 3. Determination of who is chosen to represent OFC will be made by consent of all parties at an interest meeting, using the expectations of participants in the COSOUND application as a guideline.**

Stand Aside - Marc, Julianne, Vicky

Consent

Finance- did not meet

Personnel- no report.

Local- Requested another committee member. Assigned Board members are David and Vicky.

- ***Fern will email Vicky the Local committee meeting time***

Standing Hiring- not met

Member Relations- did not meet

Expansion- continued work on the pro forma and assumptions.

Eco planning- has not met.

Board Staff Relations- will meet soon. The board affirmed support in the *Board Pages* and is interested in moving forward with that resource asap.

Discount Task Force- Finalizing recommendations that will go to Staff at the next round of collective meetings. The task force hopes to report to the Board in May and have final proposals in June. They also have requested another Board member for this work.

Elections Task Force- has not met. Julianne and David are interested in this work.

- ***Fern will set up a meeting of the Elections task force***

Staff Report

Exciting! We have seven new Staff people and 2 Long term staff people that have given notice. The Collective has been struck with the most strange and abrupt maladies and family emergencies in this month. But everyone is pulling together and covering the work.

Finance

How is cash is currently performing? It is improving! Because, We are getting closer to meeting our 2016 sales projections. The Eastside store is at or above sale projections. The West is not, as it is performing against high post remodel growth last year. We are seeing growth in center store Grocery! Produce sales are slow, this is a national trend in Co-ops. The Board received a letter from NCG officially putting us on the watch list and notifying us that our joint liability fund payment has increased. Which means that we are doing monthly reporting to the NCG for the duration of at least 6 months.

- ***Grace will send out the letter to the Board from NCG***

Julianne would like information on discounts, specifically Working Member discounts.

- ***Grace will email discount spreadsheet to all***

The Board would like to see comprehensive Financial impact statements within proposals.

The Board would like to have monthly financial reports sent to them.

- ***Grace will check in with Corey about what and when financial reports are sent to the Board***

Commitments

- *Fern will email Vicky the Local committee meeting time*
- *Fern will set up a meeting of the Elections task force*
- *Grace will send out the letter to the Board from NCG*
- *Grace will email discount spreadsheet to all*
- *Grace will checkin with Corey about what and when financial reports are sent to the Board*
- *Fern will forward the round up proposal to the Board pending*
- *Fern will ask the sign coordinator to create a board vacancy sign pending*
- *The Elections task force will redraft the vacancy policy pending*
- *Fern will email Julianne, David, and Desdra to set up a elections task force meeting pending*
- *Fern will send out the vacancy policy to all pending*
- *Grace will get sample confidentiality agreements and privacy policy from other food co-ops pending*
- *Eric will do some research on privacy and confidentiality pending*

Meeting Evaluation

- *lots got done in spite of a full agenda*

Next Meeting

Confidentiality Agreement
Poster Proposal
CSF BOD Liaison

Attached Documents

1. Co-Sound Report - CECOSOLA proposal

To: All Staff
From: Emily
Re: CECOSOLA exchange
Date: 5 April 2016

Background

In 2012, the International Year of the Co-op, The Olympia Food Co-op (OFC) participated in an exchange of workers with CECOSOLA. At that time, two staff from OFC spent 5 weeks in Venezuela, and 4 staff from CECOSOLA spent 6 weeks in Olympia. In fall of 2015, in order to build on the relationships and knowledge gained during the first exchange we began a second one, with 4 folks from CECO working with OFC and other area cooperatives for 5 weeks. Now, COSOUND (The South Sound Cooperative Network) is preparing for the second leg of that exchange, in which their hope is to send representatives from several area cooperatives to CECOSOLA for 6 weeks, this July 6-August 10. This proposal is for OFC to participate in this leg of the exchange by sending 1 representative with the COSOUND delegation.

Cost

As we are all aware, OFC is in a very difficult financial situation, and in many ways, this is not the best time for us to spend non-essential money, even though this exchange offers huge benefits to us in terms of knowledge gained, solidarity, mutual support, accountability to the international movement, and more. However, it is possible to make this trip at comparatively low financial impact. COSOUND estimates that it will cost \$1635 total for each delegation member who goes to Venezuela (VZ). This includes airfare to & from VZ, and to & from San Francisco to apply for a visa. It includes all room and board in VZ & the cost of the visa. COSOUND is willing to pay 1/2 of the cost for each delegation member, which would leave OFC's total contribution for costs at around \$820. My proposal, after talking with members of the involved groups, is to split this cost between Training and the BOD budgets, at \$410 each.

For staff wages, we have enough in the budget under co-op development to pay one staff member their average wage & hours for 6 weeks while in VZ, and to pay for some time for the staff person to share back what they've learned with the co-op.

I realize this may not be the best time for us to decide to spend money that is already in the budget, as we are trying to keep to essentials and build cash. Unfortunately, the timeline for this exchange requires that me make decisions now about whether and who will participate. Most of the staff wages costs would not be spent until July/ August, which could help some, assuming our cash is more recovered by then, which I realize is something we can't know for sure.

Timeline

If we decide to go forward with participation, COSOUND will be choosing their delegates on April 21st, which means OFC needs to make our internal decisions about who will be our delegate sooner than that. Therefore, I have set aside time for an interest meeting of all parties on April 19th, at 12:30. Folks interested in going to CECOSOLA should read the attached application and be willing to speak to the expectations and questions for participants contained therein. Full completion of the application is not necessarily unless you are chosen to participate, though there will only be a 2 day turnaround before applications are due after our meeting on the 19th. Because of COSOUND's timeline, I am asking for a 1 week turnaround on this proposal.

Method for Selecting Delegates

If we decide to move forward with participation in this exchange, I propose we use a traditional interest meeting with all interested parties and a facilitator and all parties consenting to determine who will go on the exchange.

PROPOSALS

- 1. The Olympia Food Co-op selects one staff member to represent OFC as a participant in the upcoming exchange in Venezuela with CECOSOLA.**
- 2. Costs for the exchange will be split (\$410 each) between Training & BOD budgets.**
- 3. Staff who participate will be paid their average weekly hours worked during their time in Venezuela, at their current pay rate.**
- 4. Determination of who is chosen to represent OFC will be made by consent of all parties at an interest meeting, using the expectations of participants in the COSOUND application as a guideline**

2. Resignation Letter from Eric Mapes

March 21, 2016

Dear Desdra, Laura, Michael, Matthew, Julianne, Vicky, David, Sam, Marc, Grace, & Fern:

As some of you may know, I have been having a hard time finding work in Olympia. Carrying six figures of student loan debt, my financial situation has deteriorated to the point where I'm running out of options. I had really hoped to have found something by now, but it is just not happening. On Friday, the public defender for Chelan County called and offered me a full-time position. After agonizing all weekend, I have decided to accept the job.

I went to law school hoping to do indigent criminal defense. Chelan County has a large immigrant population, a conservative, get-tough-on-crime prosecutor, and an unsympathetic judiciary. The local authorities carried out an actual witch hunt in the 1990's (I'm not making that up). Clearly, the public defender there needs smart, committed attorneys to stand up for people's rights. Due in part to the county's remoteness, however, it is difficult to attract the kind of talent that the situation calls for. I believe that I can be of service to oppressed people there, while paying my bills and advancing my long-term career goals.

This will require me to move to Wenatchee, three mountain passes and more than 3 hours by car from Olympia (when those passes are all open). Unfortunately, it will simply not be possible for me to continue to serve as a member of the Co-op board.

I realize that this is not a good time for me to resign from the board, particularly as Marc will also be stepping down this summer. I wish it had not come to this, but I feel that this is the only choice I can make at this point. Please accept this letter as notification under the bylaws' article III, section 12 of my intent to resign from the board as of April 20.

Thank you all for your service to the Co-op. It has been an honor to work with you.

Sincerely,



3. Resignation letter from Marc Hartung

Dear BOD,

As you all know I will be starting school in Yakima in August. I had thought I would be able to stay through at least June but as we are finalizing our plans I am realizing the amount of preparations will necessitate an earlier departure than expected. I am sad to see my time on the board be so short, and I am happy to do what I can to contribute for the next month.

Please accept this letter as notification under the bylaws' article III, section 12 of my intent to resign from the board as of May 23.

**Sincerely,
Marc**