



Board Meeting Minutes

5.17.2016

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

Absent: Matthew Schmezler, Desdra Dawning, Micheal Snow

Agenda

Agenda Review
Announcements
Mission Statement
Commitments review
Member Comment
Discount Task Force
Membership Holdouts
Committee Reports
Board Liaison to Community Sustaining Fund
Board Vacancies
2016 Board Retreat
Confidentiality Agreements
Commitments
Meeting Evaluation

Announcements

- Micheal and Desdra are unable to attend
- Matthew is unable to attend and will be resigning from the Board.
- Vicky and Julianne will not be in attendance for June meeting
- Grace announced that the Canoe Journey to Nisqually is coming up. The Co-op is sponsoring the event. There are lots of volunteer opportunities. The journey takes place July 30th- Aug 6th. There are volunteer applications available online
- David announced that the Bicycle Commuter Contest is this month. He will be at Ralph's tomorrow with refreshments at a booth. Anyone interested in volunteering with bikes, email him. They are in desperate need for volunteers.

Commitments Review

- *Fern will email Vicky the Local committee meeting time complete*
- *Fern will set up a meeting of the Elections task force complete*
- *Grace will send out the letter to the Board from NCG pending*
- *Grace will email discount spreadsheet to all complete*

- **Grace will check-in with Corey about what and when financial reports are sent to the Board**
pending
- **Fern will forward the round up proposal to the Board** complete
- **Fern will ask the sign coordinator to create a board vacancy sign** pending
- **The Elections task force will redraft the vacancy policy** complete
- **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

Member Comment

- **Denali Walden:** A community member for 20 years, is a former co-op member, massage therapist and a facilitator for the Pizza Klatch. She has not been a member for 6 years since the Israel boycott, it is a rich emotional place for lots of people. Our community has suffered and has been polarized in this way. Wondering if there is a way that education can be brought forth on this issue. She is passionate about this. She is concerned with the intention of the boycott and if the goal is being met. She is looking forward to resolution and wonders why it continues. Julianne spoke to her personal reasons for supporting the boycott and offers to correspond with Denali. David also spoke to the lawsuit.
- Sam announced that the North West Cooperative Development Co-op (NWCDC) is applying for a grant. The Co-op has shown support for the NWCDC on grant applications in the past. They are seeking the Co-ops support once again, and would like the Board of Directors to sign a letter. Sam will send the letter via email.

Proposal

The Board of Directors authorizes the signing of the letter in support of the North West Cooperative Development Co-op (NWCDC)

Consent

Stand Aside- Sam, Laura

- Sam will send out the letter of support for the NWCDC via email.

Discount Task Force

See Attached Documents #1 and pdf

Staff Member Tamara and Advisory Council Member Satora attended to present the Discount Task force findings and recommendations. The Task force worked for nine months. The task force was created based on noticing that discount usage has escalated. In November of 2014, the Collective consented to creating the Discount Task Force. They were charged with evaluating the current discount system and make recommendations to create a sustainable discount program that would meet the needs and values of the Members and the Co-op. The Staff on the Task Force include -Grace, Laura, Rafa, Tamara, and Monica. The Advisory Council consisted of- Satora, Pat and Angie. The Vision is to have a discount system that values the work of Working Members and Staff, and makes food accessible to more people. The desired outcome was that we confirm the intent of each discount. See *Attached Document #1* for the discount Task Force Timeline and Work Plan.

The first action of the Task Force was a survey to the general Membership. 1,160 respondents participated. 81% felt that our discounts serve the community, comments made were; ending combined discounts, create a sustainable strategy, offer more support in the discount reaching the people who need it. 79% say that discount system supports the mission. 76% were concerned with the impact of discounts to the Co-op. The senior discount portion of

survey showed that 37% of the respondents use the senior discount. 62% of the senior discount holders support a one needs based discount. Only 12% would qualify for the low income discount. The Disability portion included 12% of respondents. Results showed that the self selection process is dignified at 98%. They also approved a needs based discount at 74%. The Low income respondents were 32% of the participants. 26% are worried about abuse of the system. 80% supported a needs based discount. There was a request for training at the registers and for clearer guidelines. The Working Member discounts survey results showed that 57% combine discounts. 39% are aware that in combining discounts that items are sold below wholesale. Many would prioritize sustainability in the discount program. The Board reviewed the questions presented in the Focus Group discussions. The ideas and directives were gleaned from the Focus groups to inform the recommendations. The Task Force also gathered Staff feedback from the recent Collective meetings.

Discount Task Force Recommendations to the Board

- Combine the 10% discounts into one discount
- Use the 'Self Sufficiency Standard' for Thurston County
- Commit Outreach to look into 'Discount Days'
- Consider Staff discounts to be part of the Staff benefits package and negotiated as part of the budget process.

Julianne-

The 'Self Sufficiency Standard' sets the income of \$22,000 for a single adult in Thurston county, how would that be enforced?

The idea was that they would self select and no enforcement.

Could the Working Member discount be put in the labor category?

No, there are legal implications to accounting for it in this way.

Would it possible to build cost into the registers, so that discounts are not applied to below cost?

Not sure.

What does the task force envision for education?

There is no implementation plan as of yet. But they have talked about a Brochure.

The 'Self Sufficiency Standard' link sent to the Board was too lengthy. There should be a more Member Friendly format for educational purposes.

David has concerns about barriers, and would like it clearly stated that discounts are clearly available equally to all. Combining discounts is concerning, but it is a needs based group and could possibly dis-incentivize volunteering. There are opportunities and folks that who do not want or need the discount, there should be a way to opt in to the system instead of default.

Sam has concerns about attaching a dollar amount to the needs based discount. The self sufficiency standard is not necessary. Find a different acronym for the one discount.

General Board Feedback

1. Address the issue of the 'Self Sufficiency Standard'. Does a number need to be guideline, is it too complex?
2. Don't call it FAD. Find a different acronym for the one discount.
3. Grapple with the Implementation piece. Specifically around the changes to the program and education around the new program as well as the values in the discount program in general
4. Worried about grandfathering (legacy-ed) discounts. How would this work administratively? Address this also in the implementation plan

The Task Force will be reviewing and addressing the Staff and Board feedback to the Recommendations. They will be back to present to the Board with revised recommendations.

Membership Holdouts

Staff Member Mo attended to update the Board with progress on the Membership program upgrade and the holdouts of some Members refusing to get a new card. The Co-op updated the Membership system last year, integrating it within Catapult our Point of Sale system. This included new Member cards and a new way to have your Membership entered at the registers. There were many goals that were stated for the upgrade and we achieved many of those goals. Accuracy has increased at the registers. We have had overwhelming positive response with the new system.

The conversion barely paused most Members. Others were taken back with questions and concerns. How many? We don't know. The most determined hold outs have concerns about privacy, confidentiality, or being tracked by the Co-op. Mo, personally as the Membership Coordinator, has written an article about the conversion and benefits of the system. She also presented at the Annual Meeting in 2014. Four maybe Five Members have approached her with concerns and questions. Mo reminds that we said we would give people a year to convert to their new card, but as we get closer we need to have a hard deadline. Without a deadline we don't know how many have not converted.

Recommendation of accommodation-

Should the staff put labor into accommodating these members?

Board Feedback

Is there a way to track the time used to accommodate?

Yes with a time code.

What would accommodation look like?

Create a spreadsheet with the Members names and membership information.

The Members would carry a special card. Membership coordinators would mail them a card. Additional labor would be needed during election time and during the annual mailing.

Is there a limit on these accommodations?

Under a Hundred would not be that overwhelming. Anything over will be cumbersome.

There is a burden on the Member here, there is more responsibility on the Member to not be in the system. But not at the cost of other Members. This accommodation would only be available to long term Members and not available to new Members.

Mo will be getting Staff feedback on this process in June and will be back to the Board with a proposal.

The Board should address what qualifies an 'Active Member' as it pertains to our bylaws. Currently we use a mailing address to qualify activity.

Committee Reports

Advocacy-

Poster process proposal **See Attached Document #2**

Board Feedback:

- Add to the process that member relations will back up advocacy committee.

Proposal-

The Board of Directors approves the Poster Process.

Consent

Stand Aside- Laura

- Marc will edit the poster process and send out to all

Co- Sound- The Website coordinator asked the Board's consent to sharing CECOSOLA fundraising information on our website.

Proposal-

The Board of Directors approves the CECOSOLA Indie Gogo campaign link to be shared on our website and social media.

Consent.

Finance- Completed 1st quarter reports and most of the way through 2nd quarter. Grace shared some highlights from the most recent weekly sales. We have sales growth for most of the month of April and May. The Garden department is doing quite well. We reviewed where cash sits, and there is a significant uptick in cash!

Board request to overlay cash over previous year. Also include where we are with meeting our current budget projection.

Personnel- Bradley is covering for Michelle's sabbatical. The committee has lost two members in the last two weeks. The Personnel charter states that the committee should have 1-2 Board members. They need another Board rep. Their meetings are on Wednesdays 12-2 pm Once a Month.

Local- have not met.

Standing Hiring- have not met.

Member Relations- The Annual Meeting has been scheduled for November 12th 11- 230 pm at the Olympia Center. The theme for this year is 'Food is medicine, Native Sovereignty.

Expansion- continued work on the Pro Forma.

Eco planning- has not met.

Board Staff Relations- will be meeting next week.

Discount Task Force- presented today.

Elections Task Force- has not met. Fern requested that someone else on the task force take on scheduling a meeting.

Organizational Health- the survey is moving forward. There is a desire to have a Board greeter at Board meetings to greet Members who attend.

Staff Report

We are returning to quarterly inventories! This was just approved by Staff. NCG is making it an operating standard for next year. Staff is excited about considering a scheduling software system. It would have real benefits in combining Staff scheduling into one system. It would also be easier to manage. Staff heard the same report from the Discount Task Force and submitted feedback on the recommendations. Staff will be reviewing the Member Holdout system as presented by Mo next month. Two staff are returning from leave. One has left on a 4 month sabbatical. Two more Staff have left the Co-op. The Seven new Staff are finished with their general Staff training.

Board Liaison to Community Sustaining Fund

Tabled to the next meeting.

Board Vacancies

There are three openings on the Board. If appointing, we would appoint 2 half year terms and one 2.5 year term. The Board would like to discuss this further next month.

Eric- one year term

Matthew- confirm that he was in the third year of a three year term

Marc- three year term

Fern redrafted the Vacancy process on behalf of the Elections Task Force, based on feedback given by the Board a few months back. ***See Attached Document #3***

Board Feedback:

Second sentence (change to all co-op locations)

Add previous vacancy applicants.

Last sentence- The board *may* appoint qualified candidate(s)

Change to real quotes

Proposal-

The Board approves the amended Vacancy Process.

Consent

- ***Fern will send out the new vacancy process and will ask for any final feedback with a deadline.***

The Board also discussed if Committee filling should be prioritized if we do not reload the Board prior to the election. Review essential duties of the Committees and make a determination at the next meeting.

- ***Fern will send out the committee table***

2016 Board Retreat

Tabled to the next meeting.

Confidentiality Agreements

Tabled to the next meeting.

Board Officer Assignment

Matthew Schmezler was designated as our Treasurer. With his upcoming resignation to the Board, the position was filled.

Proposal

The Board of Directors assigns David Copley as the interim Treasurer
Consent

Commitments

- *Grace will send out the letter to the Board from NCG pending*
- *Grace will check-in with Corey about what and when financial reports are sent to the Board pending*
- *Fern will ask the sign coordinator to create a board vacancy sign pending*
- *Grace will get sample confidentiality agreements and privacy policy from other food co-ops pending*
- *Sam will send out the letter of support for the NWDC via email.*
- *Marc will edit the Poster Process and send out to all*
- *Fern will send out the amended Vacancy Process and will ask for any final feedback with a deadline.*
- *Fern will send out the Committee table*

Meeting Evaluation

Long, but the discussions were good.
Heavy agenda.

Next Meeting

Committee Memberships
Board Liaison to Community Sustaining Fund
2016 Board Retreat
Confidentiality Agreements

July Meeting- Membership Holdouts.

Decisions out of Meeting

1. Approval of April Board Minutes- via email

Consent

Stand Aside- Matthew Schmezler, Desdra Dawning

Attached Documents

1. Discount Task Force

TIMELINE/WORK PLAN for the Discount Task Force

OCTOBER

- Initial steps for recruiting members for advisory council including presentation at annual meeting
- Begin survey planning and goals

NOV/DEC

- Finalize advisory council for Jan 2016
- Planning and goals for focus groups

JANUARY

- Finalize survey for Feb 2016
- Meet with advisory council

FEBRUARY

- Send out survey and begin analyzing results (2/15-3/15)
- Recruit for focus groups: implement plan to get members to commit attendance

MARCH

- Finalize structure and plan for focus groups
- Conduct focus groups (last 2 weeks)
- Evaluate research, report, and possible recommendations

APRIL

- Spring update for newsletter? Unclear since this will come out in summer
- Draft Report/Update
- Advisory council meeting

MAY

- Final Report/Recommendation
- Present to board 5/19
- Collective Mtgs 5/10 and 5/11

JUNE

- Evaluation of discount task force

2. Poster Process

This process is being proposed in the spirit of cooperation, understanding, and acknowledgement that the board does not have the ability to foresee every possible impact of posted material on the complex and diverse segment of humanity represented by staff. This process is meant to encourage consideration by the board of how posters may impact staff work environment without imposing the burden of asking for full staff consensus on every poster request.

When a poster request is received it will be forwarded by the board coordinator directly to the advocacy committee for consideration. The advocacy committee will make a recommendation based on the Co-Op's mission and bylaws. If the advocacy committee recommends by consensus to implementing the poster request, the board coordinator will forward the request by email to all staff for comment with a seventy two hour period for response. Staff response along with advocacy committee's recommendation will be presented to the board for consideration of consent.

In the case that the advocacy committee does not consent to a poster request the recommendations or considerations of the committee will be presented to the board for consideration. If at this time the board consents to putting up the poster the board coordinator will forward the request to staff for seventy two hours for staff comment. The poster will then be put up only after consideration of staff feedback. If the request is blocked by the board the request will be denied with an explanation written by an advocacy committee member or other designated board member and the request will not be forwarded to the staff.

In the case that the board decides to put up a poster despite concerns from staff that there will or may be negative repercussions felt by individuals or the organization, the advocacy committee or other designated board member will compose an explanation of the factors that went into making the decision. The explanation will be communicated with staff by email seventy two hours prior to putting up the poster.

All posters will have a relevant timeline with a specified date of removal or conditions for relevancy.

Poster requests will only be sent to staff for consideration after being consented on by either the advocacy committee alone or the board as a whole.

Posters will not be hung without emailing the request to all staff and allowing seventy two hours for staff feedback and a careful consideration of staff feedback.

3. Board Vacancy Process

PROCESS FOR FILLING BOARD OF DIRECTOR VACANCIES

In the event of a Director vacancy, the Board shall solicit for applications to fill the vacancy by appointment. The announcement that the Board is seeking applications to fill the vacancy will be posted in the stores, on the website and social media accounts, as well as emailed out to the Membership. The posting shall state the application deadline and the term length. The bylaws state that 'appointed Directors shall serve the remainder of the term that was vacated. Any Board appointed Director is eligible to run for an elected term at the next election.' Un-elected candidates from the previous Board election will be contacted to gauge their interest in re-instating their application. The Board will appoint a qualified candidate from the pool of applications received by the deadline.

Original- November 2013
Amended- May 2016