



Board Meeting Minutes

7.19.2018

Attendance: Joanne McCaughn, Jim Hutcheon, Ben Witten, Jaime Rossman, Sam Green, Laura Love (*Staff Representative*), Harry Levine (*Board Facilitator*), Fern Moore (*Board Coordinator*)
Absent: Peter Brown

Agenda

- Agenda Review
- Announcements
- Mission Statement
- Commitments Review
- Member Comment
- Proposed Bylaws Changes
- Advocacy Charter
- Committee Reports
- Staff Report
- Break
- Organizational Health
- Anti Harassment Statement
- Anti oppression training
- Executive Session
- Commitments
- Meeting Evaluation

Announcements

- Peter is unable to attend tonight's meeting.

- Brian Frisnia has submitted his resignation from the Board effective immediately.
See Attached Document # 3
- Laura Love has submitted her resignation from the Board as Staff Representative.
See Attached Document # 4

Member Comment

None

Commitments Review

- ***Laura will setup store tours for the Board members*** *In process. Mj will set up tours with Sam . (Jim, Joanne, Ben are interested in attending)*
- ***Laura will contact staff about co sound meetings*** *Complete.*
- ***Fern will forward Ben Kitty's contact info*** *Complete*
- ***Laura will send the Org health documents to Jim, Peter and Joanne*** *Complete*
- ***Laura will contact former staff member with inquiry, and contact fern with their response*** *Complete*
- ***Fern will email the website about July meeting time change*** *N/A*
- ***Jaime and Joanne will contact standing hiring about changing the process*** *Pending*
- ***Joanne and Jim will draft Acknowledging and Listening items from the Board retreat next steps*** *Drafted. Next months agenda*

Proposed Bylaws Changes

The Board reviewed the Staff Feedback on the Proposed Bylaws Changes and incorporated some changes. The draft will then be reviewed by a lawyers and then approved by the Board for the Ballot

Staff Feedback

- The first pertains to striking the lifetime from the membership.
- Non discrimination language (*Flag 'ability' for lawyer*)
- Change from address to member status regarding contact information
- Change inactive Membership status – *Change to 6 years*
- Change all dues to equity

- Member Prices Markups –
Finance CAT proposes that we change it to discounts and surcharges.
- Change Board duties and remove approving job descriptions.
This is a substantial change that Sam is not comfortable changing without more discussion. (Flag for lawyer)
Next agenda clarify and create a process for this
- Strike all staff collective meeting notes available to members.
(Flag for lawyer) How do we cover privacy and accessibility.
- Financial review.
Compilation of statements or review every year.

Proposal

The Board approves the changes to proposed Bylaws changes.

Consent

Next Steps:

The Task force will update the bylaws with tonights changes and submit a copy to the lawyer for final review. The Bylaws changes will be approved at the August Meeting to prepare the Ballot for September 15th.

- *Sam will take the draft to the Bylaws task force for another review and then to the lawyer*

Advocacy Charter

See Attached Document #1

Grace proposed changes to the Advocacy Charter in May. At that time Board Members expressed concerns and tabled the Charter update for further discussion.

The Board again would like to table this decision till next meeting. To include input from Peter and Grace.

Committee Reports

Advocacy- no report.

Co-Sound- Co-Sound approved a formal proposal to incorporate as a 501C6. They also reviewed the survey that was conducted at Co-opatopia. The survey focused on about what key services Co-ops want and need from them. They are also discussing health care options.

Finance- has not met.

- Jaime will bring capital plan budgeting to the Finance Committee

Expansion- met yesterday. Working on getting the Remodel Implementation Team formed so the remodel can move forward. They spoke with the real estate agent today. Many, many schemes were used to secure financing to no avail. We will be filing rescission paperwork.

Proposal-

The Board approves the request to file rescission paperwork.

Consent

- Harry will email Staff with the Expansion update.

Eco Planning- has not met. Ben did connect with Thad Curtz, a working member who served on the committee last year. Thad updated him about projects Eco Planning was working on last year. He will keep them on file.

Personnel- The Committee reviewed the revised Personnel Coordinator Job Description. They also reviewed a developing Anti bullying proposal, which will be sent to the Anti Oppression CAT for feedback.

Member Relations- The Committee talked about recent Member behavior issues at the Westside. They heard a report from the Community Sustaining Fund about the on going development for raising funds for the houseless and ways that we can further develop our to work on together. They also discussed the tabling policy.

Local- Jules from the Staff attended the meeting and is interested in joining the Committee. They also discussed how to act in a supporting role with Outreach for

the upcoming Harvest Fest and the Annual Meeting.

Standing Hiring- has not met.

Community Sustaining Fund (CSF) Liaison- They are working on upcoming tabling and developing a message on Houselessness in our community. We do have the ability to have a reminder pop up on the screen while shopping to opt in to donating the Sustaining Fund.

Delta Force Subcommittee- no report.

Elections Task Force- They sent out a mock ballot to Staff and have gotten some feedback. They also sent the Board Application to Outreach and signs. The application period for Board of Directors is August 1 to September 15th. 3 seats are up for election and two empty seats that will need to be appointed.

Bylaws Task Force- has an agenda item.

Organizational Health - has an agenda item.

Developing Board Roles- Held a brief brainstorming session.

Reconciliation Task Force- has not met.

Staff Report

Six new Staff members have been hired. They have all been trained to cashier. At recent Collective meetings they discussed Vacation accrual limits, as we don't have a cap currently on how many hours can be banked. It was suggested by the Accountant. They also discussed Working Member CAT training. CAT reports are back at Collective Meetings with a new reporting process. There will be two CAT reports at every meeting. This month Anti Oppression and Big Picture CAT reported. Anti Oppression got new folks with lots of energy. Big Picture CAT talked about the need to review job descriptions and revise them. This month the meetings were short, two agenda items were pulled by the presenters. The All Staff email threads are about difficult interactions with customers. Working Member CAT hosted a successful Party for our volunteers here at the Downtown office during Lake Fair. The Beer and wine proposal work is being held up, due to the makeup of the Task Force. Staff also provided ample feedback to Expansion regarding opportunities.

Organizational Health

The Task Force met on the 9th and reviewed the original proposal. They would like to solicit more input from Staff regarding their experiences within the accountability systems. The three of them would like to conduct interviews. They worked on developing potential questions and hope to do it soon in early August. Interviews will be voluntary. They envision setting up three listening sessions including ten to fifteen minute interviews. They are hoping to collect brief descriptions about the experience and from that develop what needs to be addressed. The hope is to have this work done by the Annual Meeting.

Anti Harassment Statement

See Attached Document # 2

Staff requested that the Board make a statement on Anti Harassment in the workplace. Joanne and Jim drafted it. They relied on the Mission Statement and used it to support the value of anti harassment. The Board Reviewed the statement.

We strive to make *human effects* on the earth and its *inhabitants positive and renewing*, and to encourage economic and *social justice*. Our goals are to:

- Provide information about food
- Make good food accessible to more people
- Support efforts to increase democratic process
- *Support efforts to foster a socially and economically egalitarian society*
- Provide information about collective process and consensus decision making
- Support local production
- See to the long term health of the business
- Assist in the development of local community resources

The Board hereby observes that behaviors such as ‘harassment, abuse and survivor shaming’ are the antithesis of the intent of our Mission Statement, specifically in regards to *‘support efforts to foster a socially and economically egalitarian society.’*

Therefore, harassment, abuse and survivor shaming are unacceptable behaviors to engage in at the Olympia Food Co-op.

Anti Oppression Training

At this years Board retreat, the Board committed to seeking out Anti Oppression training. Jim pursued the ‘beyond inclusion beyond empowerment’ training offered by Leticia Nieto. They have trainers that are available. They offer two day trainings, one day or half day sessions.

There is money in the Board budget for training.

- *Jim will send out a doodle poll for anti oppression training*
- *Sam will let facilities know who wants to attend the store tours.*

Commitments

- *Jaime and Joanne will contact standing hiring about changing the process
Pending*
- *Joanne and Jim will draft Acknowledging and Listening items from the
Board retreat next steps Drafted. Next months agenda*
- *Sam will take the draft to the Bylaws task force for another review and then to
the lawyer*
- *Harry will email Staff with the Expansion update*
- *Jim will send out a doodle poll for anti oppression training*
- *Sam will let facilities know who wants to attend the store tours.*

Meeting Eval

- Not a good one. Because we aren’t in a spot to talk about things because we haven’t talked about them
- Thank you for facilitating.

Decisions out of Meeting

1. Approval Of June Meeting Minutes - Decision made via email

Consent

2. Approval Of Letter to Laura Love - Decision made via email

The Board consented to sending Laura a letter expressing concerns about her behavior as a Director. In the process of negotiating and editing over email, there was confusion about versions and timing of consent. The intent to send the letter was consented upon originally, and the final version achieved consent with stand asides at the completion of the process.

See Attached Document #5

Stand Asides: Sam Green, Ben Witten, Jaime Rossman
Consent

Next Meeting

Elections 2018

Proposed Bylaws Changes

Advocacy Charter

Attached Documents

1. Charter of the Board Advocacy Committee

The Board Advocacy Committee is authorized by the Olympia Food Co-op (OFC) Board of Directors (BOD) to carry out any and all activities related to its purposes as described below.

Purposes:

- Present BOD the opportunity to endorse relevant local, regional, national and international political causes relevant to the Co-op's Mission
- Develop framework to guide consideration of support requests
- Field support requests for official endorsements/further action from local causes
- Make routine assessments of current, on-going advocacy campaigns to evaluate efficacy and ensure relevancy and message consistency.
- Solicit input from the collective and membership regarding political causes and effective tactics.
- Devise action plans to enable increased civic engagement of the coop community
- Apprise membership of local action and opportunity via the website, social media, instore promotions and publications.
- Coordinate political action locally

Structure: The Board Advocacy Committee shall consist of a minimum of five individuals: two active BOD members, and two Staff members and one to two general members. One of the staff members will serve as the committee convener, keeping the committee informed of upcoming meetings and agendas, taking notes, insuring that the work of the committee is archived and that staff and board are fully informed of recommendations made by the committee. Board members will be selected by the Board during the annual committee assignment process; staff members

will be chosen and consented to by the staff; general members will be chosen by the committee and ratified by consensus of the Board.

Process: The Board Advocacy Committee shall meet at least once per month and all decisions shall be made by consensus. All decisions will be brought to the Board for final approval.

Guidelines: In seeking direction and making determinations as to whether or not their activities are in accordance with the purposes stated above, committee members shall refer to the Articles of Incorporation and the OFC Bylaws, as well as soliciting advice from long-time staff members. They shall also consider such materials as are available from organizations whose purposes are compatible with those of the OFC as stated in the Articles of Incorporation and the Bylaws.

2. Anti Harassment Statement

Date: July 19, 2018

To: Staff Collective, Co-op Membership

From: Board of Directors

Subject: Response to a staff request for a a statement against harassment, abuse, and survivor shaming

In May 2018 the Co-op's Board received a request from a staff member for a statement against "harassment, abuse, and survivor shaming." In response, the BoD has reviewed the Co-op Mission Statement and references that document as the basis for our response.

To wit:We strive to make *human effects* on the earth and its *inhabitants positive and renewing*, and to encourage economic and *social justice*. Our goals are to:

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3. Letter of Resignation of Brian Frisina

7.16.2018

Olympia Food Coop
Board of Directors
608 Rogers St NW
Olympia Wa 98501

Dear Board Members,

It is with regret that I am writing to inform you of my decision to resign my position on the Board of Olympia Food Co-Op, effective immediately.

My other commitments have become far too great for me to be able to fulfill the requirements of my position on the Board, and I feel it is best for me to make room for someone with the time and energy to devote to the job.

It has been a pleasure being a part of the Board of Olympia Food Co-Op. I am so proud to have served in the past 1.5 years, and I have no doubt the board will continue to do great things to assure the success of the Coop in the future.

Again, thank you for the opportunity.

Best regards, Brian Frisina

4. Letter of Resignation of Laura Love

7.13.2018

Dear Board of Directors,

I offer this letter as 30-days notice of resignation from the Board of Directors as Staff Representative. It has been an honor to serve the Olympia Food Co-op Staff Collective in this role.

Sincerely,

Laura Love

Staff Collective Member

5. Letter to Laura Love

7.6.2018

From: Co-op Board

Subject: Complaint Response

Date: July 6, 2018

We apologise for not responding in writing to your recent email requesting that the BOD acknowledge your statement regarding harassment, abuse, and survivor shaming. We have neither made that statement, nor have we formally acknowledged your request. The BOD has been in discussion around your concerns and are sorry that we have not kept you informed about the process. We expect to have a formal statement released within one week.

The BOD is extremely troubled by the remainder of your email.

It is the opinion of the BOD that this email was inappropriate and is part of a pattern of behaviors that we feel is unbecoming of a Director.

One area of concern is your ability to communicate information from staff to the BOD and back to the staff. Directors have voiced concern that you are unable to separate your personal feelings from matters brought to the Board.

There is an additional concern that your communications, such as this recent email, sets a tone that discourages staff from approaching you as Board Representative.

Your frustrations are apparent in your email. The BOD feel that this is affecting your ability to perform your job in a professional manner. The BOD also feels that this is detrimental to the emotional and operational health of the collective.

In response, we request that you voluntarily step down from your role on the BOD and that you take some time off to consider personal steps you can take to restore balance.