



## Board Meeting Minutes

5.16.2019

**Attendance :** Joanne McCaughn, Ben Witten, Jim Hutcheon, Mel Bilodeau, Desdra Dawning, Fred Medicott, Jaime Rossman, Grace Cox (*Staff Representative*), Fern Moore (*Board Coordinator*)

**Absent:** Peter Brown

## Agenda

Agenda Review

Announcements

Mission Statement

Commitments Review

Member Comment

Hiring Proposal

Staff Report

Committee Reports

Eco Planning

Break

Review Draft Appeals Process - Tabeled-

Board Retreat Planning 2019

Developing Board Roles - Tabeled-

Commitments

Meeting Evaluation

Executive Session

## Announcements

- Peter is unable to attend tonights meeting
- Jaime will be calling in to the meeting due to an injury.
- The Review of Draft appeals and Developing Board Roles agenda items have been tabeled, as there is nothing to report.

## Commitments Review

- ***Jaime and Jim will have a briefing for the May Board meeting from previous retreats and strategic planning efforts***  
*Complete*
- ***Fern will send out the board support team job descriptions to all***  
*Complete*
- ***Grace will send in the contact info for the plastic elimination task force***  
*Complete. There was lots of interest and more opportunities in the future.*
- ***Grace will draft expectations for the Staff Rep role***  
*Complete. Sent out a draft to all.*
- ***Fern will forward the Member Relations Committee Charter to all***  
*Complete*
- ***Peter, Joanne, Mel and Desdra will meet to will create Two flow charts about what it is right now and what it should be regarding complaints and appeals.***  
*Pending*
- ***Add to December meeting to discuss the Board roles.***
- ***Grace is working on getting access to Board pages and will forward it on to all .***  
*In Process. Huge progress was made but needs more info on the login.*

## Member Comment

**Ektara Jarecki** - Member of the Yelm and Olympia Food Co-ops and representing the Preserve the Commons. Which is an organization that is working to stop a proposed bio solid

disposal site on a Ranch located on a critical aquifer above the Nisqually River. Preserve the Commons has been working on this since January and a decision will be in mid June. Fire Mountain Farms wants to dump 50 tons of waste solids on this property. They pick up the sewage from a number of places and create sludge. Sludge is much stronger than liquid waste. The company has not been above board and they have been caught with toxic sludge in the past. The Department of Ecology pushes bio solid waste sites. They used to put the waste in the ocean, but it killed the fish so they started dumping it on the land in 1991. There is property in Chehalis that has been dumped on. They have sent many letters to the Department of Ecology in opposition to this waste site. They also have created a petition. The Nisqually tribe has also written to Department in opposition. Ben replied from the Advocacy Committee and shared that they have just met and are creating a process to vet requests for Advocacy. He will follow up with them about their petition request.

- *Fern will forward contact info to Ben. Ben will contact them about their petition request*
- *Fern will forward the info sent in to the Board from PreservetheCommons.org*

**Bernie Meyer** - Has been a Member since 1991. He is a systems activist for social justice and peace. He has been arrested very times. He is a strong advocate of Co-ops. He is trying to connect. He is also deeply involved with nuclear weapons and the climate. We are past the time of the urgency requested. He is trying to build on the Co-ops Mission Statement, that we are trying to build healthy food for the community and that is excellent. The Co-op is also part of the food system. As we look at climate, transportation is critical to this issue. He would like the Board to consider that the Co-op broaden its work regarding climate. He would like the board to include it in strategic planning and build a coalition for the coming needs. Food is essential with local producers. He would like to introduce the work of a friend of his Jake Evans who is 86 years old. He is an Olympia writer. He operates Glen K Evans Farms. He could not find the land he could

afford here ,so he went back to Oklahoma. His idea is create a simple life and share it with the homeless. Bernie shared 'Glens progress Report'. Bernie will forward the email to the Board email address. He is very interested in engaging with the Co-op around this work. He highly recommends the book on climate, by Dahr Jamal 'The End of Ice'

**Lisa Ganser-** Member and Working Members of the Co-op. She has been living in Olympia for three years. She is Working Member with a regular shift. She likes a lot of things about the Co-op and a lot of her friends are Staff. She is part of SURJ (Showing up For Racial Justice) She also is accountable to Shawna Hawk at Media Island and appreciates that the Co-op also supports both. She was able to sit in on the process with Shawna, Dana and Staff. She is a witness to the harm that Dana has caused. The Co-op is also harmful. He doxed her online. It is unfortunate, Shawna was going to come here today and she didn't. She heard that Dana has been coming here to speak to the Board and wanted to also engage with the Board. She witnessed anti black racism. People on Staff worked hard to come up with restorative justice. She was quiet proud of the Co-op and was grateful for that. It is not restorative if all parties don't do their part. He hasn't stepped up to any of those agreements. She is grateful for the work the Co-op has done and is grateful to Shawna Hawk. Tread carefully, She is grateful there is a system that Staff is accountable. The accountability agreements were made for Dana and he would not even sign them.

**Nomy Lamm-** Member of the Co-op all her life and has been a Working Member at different points. She is excited about the changes that are happening at Media Island its really important. It is in incubation, in transformation in its leadership. People on both sides have their stories and perspective on what happened. She was never attracted to Media Island. She never stepped into that building until Shawna Hawk took over leadership. There is an idea that she is ruining it, but that is not her experience. She wanted to make sure and show up and she know that Dana does not agree with it. It was intimidating to see his face outside of the Co-op. She is thankful for the Co-ops Tabling Process and policy. He has identified anger management issues. She wants to make sure his side of the story does not derail the process.

**Rick Scrivner-** Member since 1999 also in support of Shawna Hawk. Not allowing Dana to table supports the Mission Statement as he is dismantling the community resources.

## 1<sup>st</sup> Quarter Financial Statements

Grace presented the First Quarter statements. The Finance Team has reconciled them completely. Everything has been considered and included. Including a full manually counted inventory.

Sales were soft against Budget

1.81 % ahead of last year same period. We are seeing small consistent incremental growth. That includes snowpocalypse.

Cost of Goods was under by a little bit, leaving Margin good. The Margin dollars that we produced are 2.78 % above last year.

Insignificant revenue total of \$4,562.

A third of this revenue is Newsletter Advertising and the the other third is the \$5 joining fee. All total we showed \$1.5 million in gross revenue.

We did really well with our expenses.

We made a good guess on when money will be spent. So lines may look underspent but those will catch up later in the year. Conferences and Training spent close to their budget. Anti Oppression is overspent because we bought training materials.

We were underspent by \$137,000, of which a significant amount was lower than expected medical expenses.

Joanne asked about the credit debit expenses.

*Grace answered that this is the regular cost of processing. \$51,908. We had signs at the registers explaining this cost and we explain it on a regular basis in the 'Table' The fact of the matter is, that there are other costs in other tender as well, hidden costs like labor. We have a complicated issue about this, we have some Staff that open an only credit debit lane. We are trying to stop that behavior. Education is something we can do more of, but we also need the sales. We have even shared that people could do a gift card and then there is only one fee. Robyn shared that there is a new article in the upcoming table. Ben would like to ask a colleague that specializes in credit debit, he will ask him. We currently get our rates thru NCG.*

**- Ben will ask his colleague about credit debit processing fees**

Ben asked about our Cash on Hand

*We have ten days minimum \$450,000. We would like to have more. Grace pulled up the balance sheet, that has our current cash on hand. Cash went up by a significant amount 22.7% over last year. Cash is our most significant current asset. The first most liquid. The second most liquid is inventory. Inventory went down a little. We look to have 20 days on inventory on hand we are at about 24.*

Because our Cash was low, We were on the watch list for NCG. We improved our cash and general operations and were take off the Watchlist and got \$31,000 of our money back. The only significant change in assets is the new big grab and go cooler at the Eastside store. Accounts payable went up a little, but it is okay because Inventory went down as well. We are down, to under \$100,000 in long term liabilities. The Capital Fund went up, which is the Member equity. We budgeted to lose this quarter, instead we made \$107.12. All of this trending really well. Our overall Ratio goal is 1.25. We are above that 1.48.

Ben points that this trend reflects the culture of the Co-op. It reflects the value to make good food accessible to more people.

Grace currently serves on the Risk Management committee, the UNFI contract advisory committee and is the DR for OFC to the NCG.

## **Staff Report**

Staff did not have a round of Collective meetings this month. We closed for May Day and the meetings were scheduled for that first week. We did have a four hour Restorative Justice training with trainers from Seattle. We had 63 Staff attend. Which is an amazing turnout. With the variety of conversations, conflicts and contracts, there is a real desire to reenergize our work with restorative justice. We are a hard group to train, and have a strong desire for diverse trainers and styles. Some people really engaged and had a great experience and started using some of the techniques. One group is already using the accountability circle technique. There were pockets of reactivity to the core material that took the trainers out of their core agenda. But overall it was good. We had a training today in de escalation techniques and we plan on offering that at least once a year. We have had a request to include more specific information when drugs alcohol, mental health and trauma are in play. The Training team went to a training on trauma, it was hosted by people who support homeless advocacy. The trainers are interested in working with us a retailer. They usually train service providers. We will have a round of Collective meetings at the end of the month. We also did get notice from one more Staff member.

## Committee Reports

**Advocacy** – The Committee met and discussed an Advocacy request form, general member recruitment and other business. Grace will proof the request form and submit it to the Website to post. They will be writing a posting for the website to recruit. Staff member, Megumi has to step down from the Committee to focus on management. Grace will recruit another Collective Member to serve. Grace was tasked to come up with a list of trusted organizations to whom we can offer blank endorsement of their activities.

**Co-Sound** – Co-opatopia 2019 happened! Thank you for participation. It went well and we were happy to have the Food Co-op there. Co Sound is in the process of drafting a business plan and developing outreach. They will be speaking at the upcoming Western Worker Federation Conference. They are also planning their next local event which is 2-3 months out. NWCDC mixer for Co-operatives and Co-operative developers will be held at the Grange on Capitol 4-6 pm tomorrow.

There is renewed interest in getting Co-op staff on the Board of Co Sound. Co Sound is still a Board Committee, so it should have Staff representation. Grace replied that all hours are allotted right now. There are ways to shuffle hours around perhaps if anyone has unused hours from the Local Committee. Big Picture CAT could look at the hours available for this work. If we wait until 2020 budget cycle we can budget for it.

Joanne asked about the event on Saturday. It does cost to attend. We have one paid registration for a Staff member that is unable to attend. We could use that for a Board Member to attend.

- *Fred will send out registration info*

**Finance** - has not met

**Expansion** – The Committee continues discussions with Don Chalmers regarding a Capital campaign and continues to investigate properties available and under consideration. The Pre-sub meeting for the Eastside remodel was held at the city and went well. More work is being developed with the Remodel including the scope of the overall project.

**Eco Planning** – People continue to show up and share passionate stories. Their next move is to create a recycling position description for volunteers. They had a not the presentation on solar and are considering it. We can generate 9% at the Westside store and 10% is the gold standard.

**Personnel** – The Board consented to initiate Standard Termination and to set up the Probation Committee. Board talked with around 12 staff regarding our Accountability practices. Humane Resources is meeting regularly with Mo as the facilitator. The Eval Cat is gathering suggestions from Staff about changes they'd like to see in our evaluations. We will share this with Staff and ask for any additions. Resolution Team is assisting the Member Relations Committee with conflict resolution. They can draft agreements between parties. They are looking at creating an appeals process. "Handling Unwelcome Behavior" with shoppers. It was just reported that a long term member with dementia is forgetting to pay for her groceries. They plan to check in with her and offer assistance with shopping. The team is also looking at the Customer Service Agreements for Staff. Joel has expressed interest in the Personnel Coordinator posting. Michelle will talk with him about this. He will need to be consented to by Staff.

**Member Relations** – *insert report*

**Local** – has not met

**Standing Hiring** – no report

**Community Sustaining Fund (CSF) Liaison** – Desdra wrote a brief description in the upcoming 'Spoonful' about the recent grant recipients.

## **Board Strategic Planning**

Jaime and Jim presented an overview of the 2018 Board retreat. Last years Board Retreat was held in June. The Two day planning retreat was held over one weekend. The 1st day was information gathering. We heard from Staff members regarding Accountability systems. We heard narratives of Staff experiences. It was a day of much listening. The second day was devoted to visioning it was divided in halves. The first half revolved around strategic planning in regards to expansion. The second half was a discussion



about what roles the Board would take around Accountability and what the Board could do to support Staff. We were in the midst of making a large purchase, it turned into dominating the conversation on the second day. That is when we actually started talking about capital campaigning. We also discussed how Committees and the Board could work together in event of a large expansion. Joanne remembers a list of commitments from the retreat.

Over all hearing from Staff was the most powerful part of the retreat.

- ***Fern will send out the Board Retreat Notes 2018 to all***

## **Commitments**

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- ***Grace is working on getting access to Board pages and will forward it on to all .***  
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## **Meeting Eval**

Thank you Mel for your facilitation. There were many Member Comments and managing that can be tough. You did a great job.

Grace great job with the financial report

## **Decisions out of Meeting**

1. Approval of April Meeting Minutes - Decision made via email

**Consent**

## **Attached Documents**

None