



Board Meeting Minutes

8.15.2019

Attendance : Joanne McCaughn, Peter Brown, Mel Bilodeau, Ben Witten, Jim Hutcheon, Grace Cox (*Staff Representative*), Fern Moore (*Board Coordinator*)

Absent: Jaime Rossman, Desdra Dawning, Fred Medicott

Agenda

Agenda Review

Announcements

Mission Statement

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Big Picture CAT

Staff Report

Committee Reports

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NCG Participation Report

Commitments

Meeting Evaluation

Executive Session

Announcements

- Jamie, Fred and Desdra are unable to attend tonights meeting
- Bens Wife's family is native Hawaiian and her family is protesting the proposed telescope on Mauna Kea. The protests are a larger problem of a whole. The cost of living has been inflated by tourism an they continue to wrestle with bringing high paying jobs to the islands. Please educate yourselves on this issue.

Member Comment

Pia- Member of the Co-op is disappointed about the decision to sell beer wine. She feels that there are so many good things that the Co-op does that will be diluted.

Dana- Brief recap, of what has transpired, He wrote an article on two local activists and concerns were expressed. A team of people mounted a social media campaign to slander him. He exposed problematic people with facts, which is journalism. This is a witch hunt and Staff believe Jimmy and Shawnas lies. They can not do this without due process. He is defending principle, and he will not back down. The Board volunteers their time to do this task, he is sorry that you have to deal with this. This is none of the Co-ops business and they have put you in this position. After he experienced the statements from Staff he was distressed. They don't know him and he would like mediations with the Staff. He will not stop, he will start vending again and the only he will leave is with the police and then he will proceed with a lawsuit. He begs you, please do the right thing and arrange this meeting. If there is another path forward, please let me in.

John- Co-op Member and is here because Dana asked him to come. He has known Dana for years and they have not always been friends. He considers him a friend now and he trusts him. He assures you that he is not a threat to the community or any individual of the Co-op. He is an asset to the community. He is a journalist and the issue before you is larger than Dana. He has been banned from selling newspapers from the parking lot. John was part of Danas day in court. One of the members of the Co-op sued Dana and tried to revoke his first amendment rights, everyone was heard by the court except Dana. Dana's case was so strong that the judge ruled in Dana's favor. He did see Dana as a threat. He encourages the Board to read a case called 'Prune yard' out of California. There was a shopping mall and there was a labor dispute and members of the union were distributing

literature expressing their grievances. The union took it to court and they prevailed. Dana's role in this whole thing is the rights we have as Americans, if we don't exercise them we will lose them. He is disappointed, Dana has the right to distribute papers. You are treading on thin ice to tell Dana that he can't. The complaining party has had their day in court and they lost. As a community non profit organization you have a responsibility in the community to preserve the rights we hold dear as Americans. If the Board can't see that, we can let a judge decide. He is not asking to disrupt the activities or intimidate anyone. The Co-op would be well served and the community would be well served. Respectfully consider it in that way. Thank you

Trudy Springer- This situation calls for diplomacy. She is a Twenty year member and for the first time I am not very proud of that. This situation was handled poorly and has divided the community. It also polarizes the Staff and Board. She requests that a professional mediator be brought in that benefits everyone involved and not just one party. This is not Dana and this isn't the Coop.

Tom Nogler - Thanks for opportunity to speak. The truth is a complicated thing to understand. In five minutes he can't encapsulate the truth of this situation. The Board has the opportunity to move the organization forward when it is in stress. He encourages the Board to think proactively about that. He would also like the Board to consider creating an organization that represented the Working Members separate from the Staff and Board. He also supports the call for mediation. Diplomacy is a good thing. Some sort of reparation for Dana would also be nice as he has been wronged. He would like to talk about his version of the truth to anyone willing to hear it

Jeffery Denis- Thanks Dana for the courage to expose the abuse of Shawna and Media Island. It was a public resource and now it's their resource. Dana has been brave enough to speak out about the problems, and it was Dana that was sued and she lost. The judge stated that Media Island is protected under journalism. Retaliation ensued damaging him financially. The diversity agenda must stop. They attack white individuals and men particularly and he is vulnerable to that. Dana stuck his neck out and they attack him where he is vulnerable. The Board has been compliant and assisted them. In reviewing the Member Relations Committee Charter, he does not see where they have any authority. The Board is negligent in its duties in protecting Member rights. There will be legal and financial liabilities for the entire Membership. Stop blaming this on the Committee.

Cynthia Jacobsen- Co-op member since the Co-op started. She would like to share a sample of compostable resin bags made by Biobag, for consideration to use in the stores. They are T343 grocery bags that fit on the existing dispensers. They are produced in Italy. She has a price sheet. This resin used is the biodegradable gold standard. They have

different grades and styles even some that have handles. This is one of the best products in the whole field. It would be ideal if we could run a trial with our shoppers. Put a sign by these bags and see if they are willing to change. 'Try it and let us know!' She is willing to make signs and help with this. She has been taking them to all the major grocery stores in our area. If we had even a little bit of movement that would be great. We need to give consumers the opportunity to change. You can even get your name printed on them!

Ben took the samples. Mel shared that we are looking for people to join the Eco Planning Committee.

- Mel will follow up with Cynthia via email.

Commitments Review

- ***Grace will inquire about setting up a board voicemail box.***
They are aware of the Boards interest but they are not ready to set up voice mail yet.
- ***Grace will share the 'whats right at the co-op' exercise that staff did with all***
Pending
- ***Fred will send out a doodle for the Elections task force.***
Pending
- ***Grace will send out a doodle for the Board pages task force.***
Pending
- ***The Local Committee will contact the Food Systems Working Group***
Fred will contact them Pending
- ***Desdra will email Jeffery a response***
Complete
- ***Fred will send out an email to Orca Books about their asks.***
Pending
- ***Fern will forward the Advocacy form to the Website and to the Stores***
Pending. While considering this commitment it needs more work, an all

staff email explaining the Committee and its work. Peter will draft and send to Grace and Grace will send on to Staff.

- ***Grace will inform Staff about the new Advocacy form and process***
Pending, see above.

- ***Fred will talk to John about Board training***
Pending

- ***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 they are at a total loss and don't know where to go. They tried to make it incredibly simple. Joanne as a former union rep, feels passionately about this and people have to have a voice. she wants that value understood

Jim thinks having a process is great but we need Staff input. We are elected Members to represent the Members.

Mel would like to propose that Joanne sends it out again and make time for it on the next agenda. Mo is willing to help presented to staff. Include Robyns appeals draft for discussion. Resolution team should also be solicited for feedback.

Organizational 2020 Budget and Priorities

SEE ATTACHED DOCUMENT #1

Staff Member, Mo attended on behalf of the Finance CAT to present the Organizational budget goals and priorities and get Board feedback. The Operational 2020 budget will be presented to the Board for approval in December or January. We start building the budget in the summer. Departments have recently begun working on revenue projections. This is our vision for the overall budget. It acts as a balance for our goals and revenue projections. Having agreed upon priorities is an important step in building our budget. These are the basic ideas from Finance and Labor CATS, the two teams that are primarily responsible for the budget process. This recently went to Staff in July and got feedback. Mo facilitates the Labor and Finance CATS and she is the voice of the budget process, but lots of other Members are involved. Corey holds the spreadsheet and Mo facilitates the process steps.

Feedback

Peter- Asked about Labor specifically, regarding Administrative hours. Is there a plan or vision of how the Co-op should be emphasizing Admin hours ?

There are no specifics. The current budget puts a fair amount of labor on training, that we have spent. This is a way to balance those requests. Labor requests are submitted to Labor CAT and all requests submitted are included in Version 1 of the budget . It is then Labor and Finance CATS job to make decisions that get us to a balanced budget. The priorities guide the decisions, it's a negotiating process.

The \$100,000 cash goal a year is for three years. Grace advocates for this strongly. Its motivational as a worker, and manager of the business.

Mel asked about the Capital campaign.

Expansion is working on the development of this. There is deep consideration about what style of member based fundraising we choose. We are exploring a lot of ideas and talking to professional fund raisers.

Member, Linda is very excited to see this proposed. The expansion will improve the Staffs working conditions.

The Board will consent on these goals and priorities, once Finance CAT has recommended it for a decision. Please send feedback to Mo or Grace if you have any.

Big Picture CAT

The new Big Picture CAT attended on request of the Board. Staff Members Nichelle, Khalil, Mo, and Adam were present to discuss any concerns regarding a letter sent by BPC in support of Staff to the Board. Nichelle is following up with the commitment from the last Board meetings' Executive Session. Their letter was crafted from a position of what they were hearing form Collective Members.

Feedback

Jim – Saw that the letter as a positive thing. What he took from it was that BPC was communicating their take on the mood of the Staff. He is confused as he thought the request from the last meeting was that the Board could attend one of BPC's meetings.

Peter- It has been overwhelming when it comes to Member Comment and the tone that they express in support is strong. The Member Comment speaks dramatically different than what the Staff speaks. The tone of the Staff comments leads him to feel like he is missing something in this picture and he does not get it.

Grace- Maybe each of the points doesn't stand alone to you. To Grace she was floored that he used that term lynched. In the same way you say that his actions were not violent, that term is violent and this is not a lynching. She has no tolerance for the use of that term in that way. It is clear to her that this behavior is racist.

Mel- There are people on the Board that had a reaction to the letter. She does not think that has been specifically voiced. She encourages people to speak to that. We can learn from this.

Mo- Wasn't present at the drafting of the letter, but was happy to sign on. She saw it as a way of encouraging action to create resolution. She does not envy the Boards position in this. She has sympathy for being in that position in front of Members. We failed as an organization to allow someone to make their living in a non formal way by fundraising for their annual salary, this is what it became and made that relationship dependent. Its important that Members have the right to shop, she will stand up for that. She had hoped for steps in resolution but from the very beginning steps have been taken in a public way. She does not know how to resolve that. There is an Organizational concern that we aren't going to resolve by starting that process on our own again.

Joanne- Hears you very clearly Grace. Everyday safety for Staff is very important to her as well. She does not feel it is correct to say that this is an issue of worker safety. We are potentially liable to free speech and barriers on free speech. There is no way that the Board will not protect your worker safety. It needs to be looked at thru this lens of free speech, they are committed to coming back and there must be some way to address all the issues. She want us to stop and take deep breaths, why are letting it be such a conflict. We are not in the Collective and we represent the Membership and we need to represent that. We respect you all.

Khalil- Aren't businesses aloud to ask people to leave?

All that language about free access applies to private property that houses multiple businesses. We reserve the right by our own policy, we have that right as a the sole business to ask anyone to leave the property.

Mel was informed that the publisher has a policy that if anyone asks a vendor to leave they will.

Adam- Understands the difficulty of the situation. It feels very sticky and its very difficult to navigate and listen to all sides and make a determination. Where BPC was hoping to come from is, that we might not fully understand all the sides and we are hearing a specific request from a specific group of folks that have expressed that there are red flags. In the time of hearing the request we needed to honor that and gather information and be a voice where we can. It felt like things were being bounced around and we are hearing serious concerns from Staff and wanted to help with that. They were given specific opportunities and requests and when those are not met with the same good faith it was a difficult situation to make a call. People were asking for a safe working and shopping environment.

Mo- Hasn't always understood when a Coworker has felt unsafe. But as a Employer we play both of these roles and we need to respond to these concerns that is legal too. We need to listen and respond as an employers. We don't always know what that means but we need to identify as a diligent workplace. Any HR department has to listen and respond.

Nichelle – Received feedback that the letter was unprofessional and threatening. We are open to working and communicating about the concerns.

Staff Report

Our major distributor is closing our warehouse it has been a sh** show. They have stopped replenishing the warehouse, but we have ten more days of ordering product. Our out of stocks are enormous. We have been reporting the poor performance to the NCG for several weeks. The numbers are terrible. It has become a chain event that all the Co-ops are experiencing in our area. UNFI is offering cross dock delivery out of the new warehouse, pulling our out of stocks from our invoices and shipping it on our next order. This could lead to an overstock of some goods. Hopefully in stock ratios will improve. We have told our Managers that this is not the moment to be worried about overstock.

Today there was a routing error, for twenty years that truck has not gotten lost. The truck that was due at 5:15 AM got here at 2:10 in the afternoon. So the stocking crews had come and gone. The new staff are working out great and in the midst of training and taking on Deli shifts. Two people are yet to be consented to be on the Collective. Everyone continues to work on the budget.

Committee Reports

Advocacy – Has not met.

Co-Sound – No report.

Finance – Will be meeting on Monday.

Expansion – Met with the Remodel Team about the Deli expansion project. They also had a discussion with Staff member Olivia on preparing for the removal of a tree. They also discussed ways that Expansion will support the team and overall project.

Eco Planning – Met and are looking at the return on investment and ecological impact of installing an Air wall at the Eastside.

Personnel – The Committee agreed with the Appeals recommendation. There are two investigation requests that are active. The Committee is continuing to work on handbook updates. The Interest Meeting to have new people join Conflict Resolution is on hold until retaliation complaints are resolved. We are referring staff to the Dispute Resolution Center, when needed for mediation. They are also looking at a restorative circle for Staff. Humane Resources have been working on situations mainly. We set up a longer work meeting to make some progress on creating proposals for a new evaluation system. We contacted Aorta to facilitate a caucus for marginalized, Indigenous and People of Color to give feedback and ideas first around changing our accountability processes. Personnel Committee membership will be changing John's is leaving. Harry is interested in joining if no one else does.

Member Relations – Busy with Annual Meeting planning. The theme this year is ‘Co-ops Grow Community’ it will be held Saturday November 2nd. We want to engage people a little more and allow them to ask questions. There will be an activity to facilitate community and musical performances from Staff. They will be deciding on food and working on the program.

Grace asked about the board expenditures, with the mailing and Annual Meeting. \$10,000 was spent last year. Do they have a budget in mind?

Tamara gave numbers on prior Annual Meeting budgets.

- Grace will sit with Tamara to meet about the Annual Meeting budget.

Local- Fred is going to begin doing demos at the Westside at the end of August. Zoe is going to talk to Robyn about the Harvest Party and ways in which the Local Committee can support that event. Chie has officially resigned from the Committee. The Committee discussed several ideas for projects that the group can initiate in the coming year. Those included:

- 1 - Collaborating with the Local Farms coordinator on an Ugly Produce event
- 2 - Investigating Food Hub software
- 3 - a "Fresh Face" program in *which* different new local farms and a particular crop might be highlighted. \Possible interaction with the organic farming cohort from Evergreen.
- 4 - Formalizing the demo program
- 5 - Formalizing the activities proposed for Indigenous People's Month

Standing Hiring – No report.

Community Sustaining Fund (CSF) Liaison – No report.

Elections Task Force- Applications will be received from August 15th to September 15th. We need volunteers to table for the Board recruitment and the Election. The best way to recruit is to network one on one. Encourage people we think would be good Board members to apply.

Restorative Practices

There has been Board discussion about receiving Restorative Practice training. Desdra did some research and sent an email to Joanne with options. Mediate Thurston does organizational Restorative Practice training that is 3 hours long and another 6 hour intensive on conflict resolution for \$250 hour

Jim thinks that 3 hour module suits us better.

Grace thinks its great to pursue. She doesn't know Mediate Thurston County. The last All Staff meeting was about Restorative Justice and we used trainers out of Tacoma. Desdra expressed that we could have some common language with staff.

- *Jim will contact Ami about the trainers used for staff and will send out the website to all to review*

Board Trainings and Conferences

Provender is an 42 year old organization of natural foods businesses. There is a mix of Staff and Board attending this event. It is not Co-op driven, it's a relationship organization, the heart organization. As opposed to the NCG which drives the business. When we hit hard times with the second store we got immense support from vendors and organizations from our relationships built in Provender. They also have wonderful speakers. Grace volunteers at Provender every year. It is a 2 day conference. Registration is open right now

Fred, Joanne and Jim are interested in going.

Its about a thousand dollars a person. Grace is willing to register anyone who is willing to go. We are sending 4 Staff and 2 are volunteering. You can reduce costs by volunteering.

\$15, 550 is the Board budget YTD with \$2,237 spent (Co-op Conversations)

Proposal

The Board approves that we send 3 Board members to Provender 2019 (Jim, Joanne, and Fred)

Consent

- *Grace will register the Board members for Provender*

NCG Participation Report

Grace forwarded the NCG Annual Participation report on Freds request. There were no questions. Overall, we are high participators.

Commitments

- *Grace will share the ‘whats right at the co-op’ exercise that staff did with all*
Pending
- *Fred will send out a doodle for the Elections task force.*
Pending
- *Grace will send out a doodle for the Board pages task force.*
Pending
- *The Local Committee will contact the Food Systems Working Group*
Fred will contact them Pending
- *Fred will send out an email to Orca Books about their asks.*
Pending
- *Fred will talk to John about Board training*
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- *Ben will bring Eco bag samples to Eco Planning Committee*
- *Mel will follow up with Cynthia via email.*
- *Peter will draft Advocacy email*
- *Grace will inform Staff about the new Advocacy form and process
Pending, see above.*
- *Grace will register the Board members for Provender*
- *Grace will sit with Tamara to meet about the Annual Meeting budget.*
- *Jim will contact Ami about the trainers used for Staff and will send out the website to all to review*

Meeting Eval

Mel asked when someone is so passionate when they are speaking, what do we do as a facilitator to bring it down to a kinder level as needed?

Jim adds we could look at facilitator training.

Next Month Facilitation

- First half Joanne , Second Half- Jim

Executive Session Decisions

None

Decisions out of Meeting

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

Consent

Attached Documents

1. Budget Goals and Priorities 2020

1. Expansion- Continue to prioritize aspects of the budget that increase our ability to expand retail operations, such as labor and expense line items.
2. Build Cash- Increase cash reserves from start to end of year for expansion readiness, Eastside store remodel, and other cash needs that are known and unknown. Specifically, continue the 2019 goal of building 100k for three years to build a solid platform for expansion.
3. Labor- a. continue improving the total compensation package for staff, analyzing possible cost of living adjustments to wages and maintaining our health care and benefits package.
4. Labor- b. Maintain relationship between administrative hours and operational or department hours (about 27% admin and 73% operations) while prioritizing enough labor to work on projects that assist with organizational priorities such as expansion, accountability system, training and conflict resolution work.

These are ideas coming from Labor and Finance CAT's, primarily, and we are looking for more feedback about the organization's thoughts on budget goals and priorities.