



Board Meeting Minutes

5.21.2022

Attendance: Cristina Rodriguez, Tanzania Ertel, Linda Myers, Joanne McCaughan, Wendy Davis, Trudy Springer, Grace Cox (*Staff Representative*), Fern Moore (*Board Coordinator*)

Agenda

Agenda Review

Mission Statement

Land Acknowledgment

Member Comment

Announcements and Checkin

Commitments Review

Approval of April Meeting Minutes

Hiring Proposal- Flex Workers

Proposal for Delegation of Hiring/firing Decisions

Eco Planning Charter Update

Proposal to Eliminate non member surcharge

Break

Committee Reports

Revisit Committee Assignments

Staff Report

Governance System- Policy Governance

Board Communication - Internal Messaging System

Commitments

Meeting Eval

Next Facilitators

Executive Session

- *Fern will check with BPC about using the same Zoom link every month*
- *Board request to include mission statement in Board packet*
- *Fern will contact website about Board photos*

Land Acknowledgment

We start the meeting today by taking a moment to honor the land and the people whose ancestors have been stewards of this unceded land since time immemorial.

We acknowledge the contemporary communities of Squaxin Island, Nisqually and all the people of the Medicine Creek Treaty.

Member Comment

None

Announcements

- Fern will be leaving Board Coordination to focus on the staff collective duties that need filling. She will continue to be available to the Board through out the transition.
- Grace has updates to the Staff report, given that last weekend we had two significant events of gun violence. One took place in a town that has a thriving Co-op in Buffalo. The Co-op in Buffalo made a contribution to the emergency food pop up in that neighborhood. The multiple grocery store shootings have taken an emotional toll on her as a professional grocery store worker, not to mention the statements that have been made public by the perpetrator that were racist. NCG has released two very well written statements. One on white supremacy and the other on reproductive health and freedom. She was very impressed by the statements. NCG has not been conservative but not radical in this way before.
 - *Grace will email the NCG statements to all*
- Joanne will be gone the next two weeks

Commitments Review

- *Grace will send solicitation for Staff on Board Committees*
Complete in process next weeks

- *Grace will ask Facilities to provide the Board with a quarterly spreadsheet of Capital expenditures*
Complete

- *Linda and Grace will work on Board responsibilities regarding Hiring*
Complete, personnel committee has drafter a proposal

- *Fern will ask Corey to send monthly reports and quarterly expense reports to the Board*
Complete

- *Grace will send typo in Eco Planning Charter to Jace*
Complete

- *Linda will present the Member benefits proposal to Member Relations*
Complete

Meeting Minutes Approval

1. **Approval of April Meeting Minutes**

Consent

Hiring Proposal- Flex Workers

The Interview Team has five candidates to recommend for Flex Positions. Erin attended to present the candidates to the Board for approval.

Feedback:

Tanzania noticed that most of the people that were referred for positions didn't have relevant information about experience in their references,

The interview team makes sure that applicants meet minimum requirements for the positions. Everyone of the candidates, but one person, is a former volunteer. The plan is that they would be put into positions that they are already trained in. The one that hasn't worked with us has previous experience in retail. In the summaries it speaks to experience. References speak to character and not always about their retail experience. The information in the references depends on what their references provide.

Wendy shared thanks for putting that together. It was easy to consume and contained lots of information.

Proposal

**The Board approves the Flex Worker recommendations
Consent**

Labor Systems will be recommending that we hire more Collective members. That proposal will come to the Board soon. Erin thanks the Board so much for the work they do as board members. She wanted to share how grateful the Staff is for their work.

Proposal for Delegation of Hiring / Firing Decisions

Harry and Linda worked on this proposal. The Personnel Committee Consented to this version. This is a delegation process for hiring and firing. She feels it is operational and does not think it is the Boards job to get into the details of hiring/firing. Through the Board Committees, Personnel and Standing Hiring details are shared with Board representatives. She trusts hiring team to do their job.

In this process appeals would come to the Board. Upon termination the Personnel Committee and all associated groups participate in a long involved process. When the proposal comes to Personnel, after all that work is done, the Personnel Committee has reviewed all documents and they hold a vote of confidence. This would end the process with the Personnel Committee.

Feedback:

Grace thanks for making this proposal and appreciates the confidence in the processes. Harry very specifically said that he asked Personnel Committee to make sure that Staff review the proposal prior to the Board consenting. He also clarified that this should be reviewed by our attorney.

Yes. Linda agreed with Harry about that. The Board will not consent until those things take place.

Wendy shared that in doing the policy governance classes with Columinate, one of the things that caught her attention is that the Board should not be involved at all in any staffing concerns. She can't remember the reasoning behind that but she does feel that it does pit one against the other.

An appeal only deals with the process. Its not include the details for behind the determination but if we have followed the processes outlines in our handbook.

Grace added that under policy governance, the Board is essential in hiring one employee the GM or executive officer.

Trudy shared that we have a general manager, the collective is our general manager. We have one executive and you all are the general manager

Grace added we don't have one. Its reasonable to interpret from that view that the Board should hire all of the general managers in that case.

Tanzania to piggy back on to Wendys comment. In diving into the classes as well and getting a strong understanding about Board Members responsibilities. She does understand why we are in that process. But we can't pull one person of the floor and hold them accountable. This brings up accountability.

Linda is looking forward to hearing the Collective feedback

Tanzania has spoken to Harry and wonders about what form will it be brought to Staff, will it be in a document in collective meetings? She has problem bridging the gap between the Board and Collective. Theres such a separation.

We have no participation that makes a difference when the Collective is making decisions. She would like to know what they feel and not from a third party.

Trudy wants to be included in the Collective meetings.

Tanzania shared that we are trying to add to processes and have responsibility too. It feels like there is a wall, perhaps a few more touch points between us and the Collective.

Wendy would like the Board to be more hands on in the Co-op stores.

Tanzania agrees and has an idea about a pop up so that we can engage the community and the collective. We can theme it with something going on that month.

Joanne hears that we are looking for an active visible role, on a personal level.

Wendy agrees and yes on a regular basis. She would like to go in and get to know people and be there and work.

Joanne would like that we feel welcome doing that.

Grace in terms of this proposal, it will go to full Collective meetings. June is already committed, we may have to wait for July. The Collective does not all fit in one meeting. We have three meetings, Tuesday at 930, Tuesday at 2 and Weds at 2. We can get you scheduled to come to the meetings to the agenda item. In terms of a pop up, she loves the idea. Perhaps this would be a great topic inside of the Board Development. We are going to need a slate of Board Candidates in October. Maybe all these ideas can be pulled in to work together. Linda and Joanne and Trudy are all volunteer cashiers.

Eco Planning Charter Update

Eco Planning recently revised their Charter. In mid April it was finalized with the committee.

Feedback:

Linda feels like it includes a lot of details. She hopes that they can accomplish any of these things.

Grace feels like the work that has been done on this Charter has improved it a lot. One of the things that she looks for is that when we build a Charter is that we assign responsibilities that we can do. In this Charter the language is about our practices and less about fixing the world. She appreciates the work that has been done on it.

Cristina responded that yes these are feasible statements.

Joanne feels like this Charter is very down to earth.

Proposal

The Board authorizes the Eco Planning Charter Committee Consent

Proposal to Eliminate Non Member Surcharge

This is a second draft of this Proposal. This draft just simply says ‘eliminate the surcharge’. This draft no longer includes adding benefits. Linda did spend time calling all the Co-ops in Washington, Montana and Idaho. None of them has a non member surcharge. She heard that the idea was popular in the early days and has fallen by the wayside. She does not know of a Co-op that serves a surcharge to non members. She wants us to be welcoming and encourage people to become Members. The other benefits can be added and she would highly suggest that this list get shared with whoever works on Member benefits.

Feedback:

Trudy asked wouldn't member benefits be Member Relations?

Linda doesn't know. We have Membership Coordination, do they just work with the database? There was feedback from one of the Membership coordinators against this proposal.

Wendy the feedback received was that not charging the ten percent would negatively affect the Members?

That was one comment received.

Wendy responded that like saying people who get state benefits somehow are harming people that are privileged. It sounds ignorant.

Tanzania agrees with Wendy, its difficult that there was a discussion about this proposal that we weren't part of. Inclusivity and equity is a real issue. The Co-op is viewed as a 'hoity toity' entitled place for certain people. If we are trying to get away from that, we need to be aware. Its already expensive to shop at the Co-op. She is super confused as to why this proposal would be a problem. We should make it a goal to open up the store to more people and to make it more inclusive and welcoming. She does not see people that look like her that work at the Co-op are that even shop there. She does not want us to rest our laurels because 'this is what we always have done'.

Grace agrees with all the plans so far. Finance also thinks that we should not be in a hurry to do away with the surcharge. It is a blip financially, but they would like us to engage with Members and non Members about the membership program as a whole. There are changes that have been discussed over the years about the program and they would like it to be addressed as part of any changes to the Membership system overall.

Grace would like to finish statements without people hollering over her disagreeing with what she says. She does not want to be treated that way, its not okay.

Tanzania replied that we are all big hearted people and we are all here to help things. We also are here to be kind. She doesn't want us to get off the radar with our emotions. She respects everything Grace does.

Grace adds there are a number of aspects of the Membership system that can be dramatically improved. Examples include, more and more people want us to have a Family Membership, How should we build incentives? What incentives would encourage people to join? We should have a Membership survey and be clearer about the Co-operative Access Membership. We gave out \$106,000 of discounts in the first quarter alone. This is a a significant commitment. We could do a better job of scripting the Membership speech at the register and let cashiers know that they are allowed to read the situation. There are numerous options and not just take one option of the membership system to change. She would like to see a more holistic engagement with the Membership about the membership system, as a whole. We don't have to rush into one thing when we could improve the whole thing. We can let Members know that we care about what they think and what they need instead of taking away one thing.

Linda understands that there are other membership discussions to be had. She is willing to wait. We are not in a hurry and we will wait to have those discussions in the future. To speak to increasing our fees, we seem to not charge enough. Membership fees are the equity that could enable Expansion. Many of these Co-ops have a low income program but none of them do it for free. We don't ask for all of the Membership fees up front, and many Co-ops don't expect you to pay it all at once. Everyone should be paying Member fees. It benefits everybody, it benefits low income, and enables the store to be able to replace equipment. She had requested this discussion and more discussions must be had. She would like to talk about this more in a meaningful way.

Tanzania asked if can we do both the discussions about the membership system and this proposal?

Yes, just in tandem with another.

Where is the next venue to continue this conversation?

Joanne suggests that we could begin with an article in the Table. Pull together who wants to talk about this idea. Our economy is in dire straights right now.

Committee Reports

Advocacy - has not met

Board Development - want to start now soliciting members for the election. This work ties into the idea of engaging the Membership. They talked about creating a policies and procedures task force.

- Linda will lead the charge in tabling, every other week. Trudy would like to work with her.

Capital Campaign - did not meet. They will be meeting with another person from another Co-op that held a capital campaign at their next meeting June 1st.

Cooperative Health - They had a discussion on the Co-op index survey and how to move forward on those topics. John was at the last meeting. They talked to training CAT, as in the committee charter it calls for ways to collaborate with them. They talked about facilitating change in the most effective way and how to shake up the resistance to change. Their next meeting is June 8th at 5pm.

Eco Planning - Charter revisions approved.

Expansion – Met with the CEO of South Puget Sound Habitat for Humanity about their Boulevard project on 10 acres that will include low income housing and how the Co-op can possibly be involved that. They had a work session that will create a document that archives all work of the Expansion Committee from 2005 - present They discovered an old google drive that had a trove of documents from 2015.

Finance - has not met. Meets quarterly and will report at the next meeting.

Local - has not met.

Member Relations - Presented the Non Member Surcharge Proposal. November 5th is scheduled for the Annual Meeting. Staff are planning the 45th anniversary party for Sept 10th. The theme is ‘Still Spinning’ There is music planned. They also talked about tabling.

Personnel - Executive Session scheduled. Humane Resources gave a short report. Evals gave a report. They also reviewed the proposal about Hiring/Firing

Standing Hiring - has not met

Revisit Committee Assignments

Board Members can attend any Committee meeting, not as a consenting Member of the Committee but are welcome to attend and participate. Grace agrees and clarifies that a Committee could close a meeting to non consenting members if needed. It would be great if we could create a calendar of Committee meetings and make it available to Members of the Co-operative as well. Personnel would be an exception, we don't have a system of notification for when a meeting is happening.

Trudy suggests that it should be in the Table, a calendar of events.

The Table is only four times a year. The bulletin board in store could have a calendar.

Tanzania was interested in Personnel and Board Development and would like to join in on the meetings.

Grace reminds that we have a commitment to get Committee Reports submitted in time for the Board packet to have timeliness in our reporting.

- Everyone will get Committee Reports to Fern for the Board packet.

Staff Report

The City did finally cooperate with us and had the two campers and the additional cars removed from Landsdale.

Emails for Coordination Action Teams: Grace has been approached by two Staff people who have been approached by Board members asking for various things while they are on floor shifts. Staff are not sure how to prioritize their time and are often not equipped to answer the question or make arrangements to get the answers in the moment. In order to support the Board in getting questions answered or items on agendas, etc. Grace is including the email address for each CAT. When you have work that you need Staff input to accomplish, she recommends sending an email to the appropriate CAT to begin the conversation. Messages sent to the CAT emails go directly to individual Staff inboxes and get quickly routed to the most appropriate or knowledgeable staff member. If you need help figuring out who to contact she is happy to advise or forward your emails.

Anti-Oppression CAT – aocat@olympiafood.coop this CAT is currently unstaffed.

Training and BPC are working together to cover all Staff training opportunities

Big Picture CAT – bpc@olympiafood.coop access to Staff meeting agendas, overall organizational issues, proposals going through the consent process, requests for zoom links

Evaluations – evals@olympiafood.coop annual and new Staff evaluation schedules and process

Facilities – facilities@olympiafood.coop the buildings and equipment, capital improvements

Finance – financecat@olympiafood.coop financial projections and performance

Labor Systems – laborsystems@olympiafood.coop hours, benefits and compensation

Merchandizing CAT – merchcat@olympiafood.coop instore space usage, product mix, department support

Outreach & Education – outreach@olympiafood.coop advertising, publications, classes, tabling, signs

Training – training@olympiafood.coop ongoing and new Staff training

Working member CAT – workingmembercat@olympiafood.coop all things working member.

In addition to the CATs, you might find a need to communicate with a few other teams:

Conflict Resolution – conres@olympiafood.coop for mediation services and restorative practices

Humane Resources – humaneresources@olympiafood.coop accountability process

Resolution Team – resolutionteam@olympiafood.coop addresses conflicts between Staff and Members including handling trespass notices.

The Co-op is experiencing double digit sales growth. We are working on systems to quantify the impact of inflation on growth, but we know that at least half of the growth is real increases in sales. The stores are busy most of the time, and we are frequently a bit understaffed due to family leaves, illness, and the fact that Staff have full lives outside of work. Lifting the mask mandate has eased up a lot of customer conflict that has been a daily reality for two + years. At the same time, the Staff is not of one mind on the issue of masking. Some of us are comfortable continuing to work masked and others are not. We are asked to communicate our needs directly with our co-workers concerning our needs for distancing, using dividers or being unmasked in small spaces.

Just this week Finance finished the first quarter margin numbers. Between the higher than budgeted sales and solid margin numbers quarter one will show a significant profit.

Finance CAT is looking at the possibility of doing a midyear wage increase to help ease the impact of inflation on our personal finances. Merch CAT is reinstating Department Audits, a process designed to support Department Managers to institute best practices for sales, margin, labor efficiencies, and floor space maximization.

Governance System- Policy Governance

Linda forwarded two documents from Columinate, an 'Implementation' and the 'Quick Guide'.

Regarding Implementation the first step is to investigate, which we are doing. In the discussion with Jade she recommended to look at the 'questions to consider'

What governance system do we currently use ?

What are the benefits of this system ?

Feedback:

Tanzania- We do have Board policies, but it seems we aren't following them. It would be nice to have what's currently in place now to compare to. It would be extremely beneficial as a Board to have structure and clear governance.

Jade is available to have a retreat with us and will bring supporting documents. We have the time with the consultant to explain it more.

Joanne asked if that would require a commitment on our part to policy governance?

Its an examination process, until we have it in writing. If it doesn't work for us then we change it. In policy governance, the policy manual can only be edited by the president, the vice president and the secretary .

Grace spoke to her experience with policy governance. Board Policies on operation and hours on Executive Limitations are the burden of the person in that Executive role. The stress they experience in filling the Executive limitations can be significant. It is hard to be accepting to this idea as she has seen it take up the Boards time and it did do the thing that Carver talks about in the article. It gives the Board something to chew on to stay in operations.

Fern is willing to join those meetings as she has offered before, to share the policies that do exist.

- Linda will send invitations to the policies and procedures meeting

- Fern will send out the bylaws task force policy to all

Board Communication - Internal Messaging System

Tanzania tends to be hands in a lot of things civic and social wise and she doesn't like feeling 'lost in the sauce'. She feels that outside of our regular meetings there is no communication or connection. In other work she is involved in they use Microsoft Teams or Slack to communicate directly and regularly. She encourages us all to go research options and we will re-discuss at our next meeting. It is important that we are talking more than once a month. Some Committees are not meeting and we are not communicating our deadlines and major changes in process. We need to be communicating in a way that is simple, easy and straight forward.

- Grace will talk to tech about upgrading for staff that can serve for both sets of needs*
- Everyone will investigate internal messaging services*

Commitments

- Fern will check with BPC about using the same Zoom link every month*
- Board requests to include Mission Statement in Board packet*
- Fern will contact website about Board photos*
- Joanne and Grace will work together on the sandwich board for CSF outside of stores*
- Grace will email the NCG statements to all*
- Linda will send invitations to the policies and procedures meeting*
- Fern will send out the bylaws task force document*
- Grace will talk to tech about upgrading Zoom for Board and Staff that can serve for both sets of needs.*
- Everyone will investigate internal messaging services*

Meeting Eval

- Grace would like us to recommit to getting Committee Reports to Fern for the Board packet. Good job with facilitation. Please use raise hands function.
- Tanzania is straight forward and assertive as well as approachable and emotionally intelligent. She feels that are unaddressed feelings going on and not sure where the disconnect is. She would like people to sidebar and not bring that here. It affects how we are in the meetings. It creates confusion and does not allow for moving things forward. It feels awkward and uncomfortable.

Next Facilitators

Wendy

Executive Session

Decisions out of Meeting

None

Attached Documents

1. Proposal for Delegation of Hiring/ Firing Decisions

To: The Olympia Food Co-op Board of Directors

From: The Personnel Committee

RE: Proposal for Delegation of Hiring/Firing Decisions

Date: May 13, 2022

BACKGROUND

Currently (through May 2022), recommendations for hiring and firing are brought to the Board of Directors for consent. Hiring and firing are operational processes and are not in the scope of Board of Directors' work. Our bylaws state that the Board is to employ staff, however, it has the authority to delegate any of its stated duties to the Staff Collective (Management).

PROPOSAL

The Board of Directors delegates the decision-making regarding Hiring and Firing decisions for all Collective and Flex staff positions to the Personnel Committee of the Board. The Standing Hiring Committee of the Board will review Hiring Team recommendations and approve finalists for the hiring of Collective and Flex Staff positions.

The Personnel committee will make final decisions by consenting upon Hiring Team recommendations for hiring of Collective and/or Flex Staff Workers.

The Personnel Committee will make final decisions by consenting upon recommendations from Humane Resources Committee, the Staff, or the Personnel Committee regarding termination of Collective and/or Flex Staff workers.

Decisions on Appeals to termination will be made by consensus of the Board. The Board will make the decision based on a review of the termination process to ensure that all steps were followed correctly.

Following any decisions made regarding hiring/firing of paid staff, the Personnel Committee shall report the actions to the Board of Directors.

2. Charter of the Ecological Planning Committee of the Olympia Food Co-op Board of Directors

I. Purpose

- Facilitate the shared understanding and implementation of the Committee's Vision, Values, and Goals
- Evaluate the ecological impacts of the Co-op's operations
- Develop and adopt frameworks for ecological decision-making
- Propose, design, and implement programs, activities, and infrastructure that move the Co-op toward environmental regeneration and sustainability over time
- Make available educational and promotional materials according to the Co-op's ecological goals

II. Vision

We envision cooperative stores that are positive contributors to regenerative local and global ecologies and models for ecological sustainability. We envision a Co-op community that is ecologically informed and empowered.

III. Values

- A healthy community – people & place
- Open communication
- Solutions-oriented
- Informed decision-making
- Implement realistic changes
- Synergy with groups working toward similar goals
- Physical model of sustainable practice

IV. Goals

- Work to mitigate and adapt to global warming
- Reduce and eliminate waste
- Improve energy efficiency
- Reduce and eliminate the use of toxic substances
- Enhance the ecology of the area around the Co-op stores
- Nurture a culture of ecological consciousness

V. Structure

The Committee shall consist of a minimum of three (3) and a maximum of ten (10) members of the Olympia Food Co-op: One (1) to four (4) will be members of the Board of Directors; one (1) to two (2) will be Staff members who will coordinate and support the activities of the Committee, and one (1) to four (4) will be Members-At-Large consented to by the members of the Committee. Meetings are open to anyone who shares our vision, values, and goals.

VI. Process

The Committee will operate by consensus.

Updated April 3rd, 2022

3. Proposal to Eliminate Non Member surcharge

PROPOSAL:

Eliminate the 10% non-member surcharge.

The By Laws, under II. Membership #11 Discounts and Surcharges state: Working Members will receive discounts on goods purchased from the Cooperative. Non-members will pay a surcharge when purchasing goods. The Board shall determine the procedure and amount of special membership categories and discounts, including Working Member discounts and nonmember surcharges

The Olympia Food Coop should be the most inviting and welcoming food market in Thurston County. Eliminating the 10% Non-member surcharge would be a step in that direction.

Everyone is welcome and you don't need to be a member to shop at our co-op. However, the practice of having non-members pay a 10% surcharge does not encourage new folks to come and shop at the coop. It is off putting and could even be called elitist and may actually make non-members feel unwelcomed.

In the early days of food co-op development it was a common practice to upcharge non-members. That practice fell to the wayside well over 10 years ago. In the state of Washington not a single co-op charges a non-member surcharge.

Co-ops encourage membership and promote the added rewards of being a member, such as special member only sale items, member only coupons, and member sales days. How Olympia Food Co-op deals with additional member benefits is up to the Staff Collective.

This does not require Co-op Conversation and many meetings to discuss the merits of charging or not charging a surcharge and adding to the benefits of membership. **This is not a major change to membership.** Most members probably don't know there's a surcharge for non-members. (Except now they may, it's plastered all over the store!)

How to implement this change? Just don't hit the 10% surcharge key! Cashiers can encourage folks to become a member and send the shopper home with an application.