


peOple's
 FOOD CO-OP Board Meeting Minutes
 Tuesday, April 26, 2016; 5:30-8:30p

Attended by:

Board Members: Lisa B, Jacob, Amy, Dave, Isaac, Heidi

Member-Owners: Ellen Radovic, Kathy Thurow , Teresa Koper

CM: Miles, Shawn, Jenna, Sofie, Ashley, Sailor, Lisa M, Kathryn, Melissa, Justin, Daniel

Guests:

Facilitation By: Andrea **Minutes:** Gayle **Vibes:** Lisa B **Clean-up:** Dave, Isaac **Scribe:** Heidi

COMMITMENTS:

	COMMIT MADE	DIRECTOR(S)	DUE DATE	COMMITMENT
1	3/24/15	Shawn + Jacob	5/2016	Shawn and Jacob will bring the conversation of the board's role in ensuring a happy, safe and well-protected collective management back to the agenda.
2	11/24/15	Jacob	6/2016	Jacob will create a process for board members to keep track of the engagement commitments they have made
3	3/22/16	Josh	6/2016	Josh will bring audit report & recommendation for review to BoD
4	3/22/16	Amy, Isaac, Mallory, Josh, Jacob	Ongoing	Amy, Isaac, Mallory, Josh, and Jacob committed to attending MAC engagements at the farmers market.
5	3/22/16	BOD Agenda Planners	6/14/16	The BOD Agenda Planning Committee will schedule 45 minutes to 1 hour on the June agenda for Mallory to present her thesis.
6	3/22/16	Mallory	6/28/16	Mallory will present for 45 minutes to 1 hour on her thesis at the June 28th Board meeting.
7	3/22/16	Amy, Dave, Jacob, and Lisa	5/20/16	Amy, Dave, Jacob, and Lisa will attend the LTP Engagement event on May 20th.
8	4/26/16	Heidi	5/16	Work with Sofie to draft the 60% patronage letter.
9	4/26/16	Jacob and Lisa	5/24/16	Work to craft talking points. Shawn has input, along with Miles.

DECISIONS:

Decision: Board accepts 2.4 as submitted.

Decision: March 2016 meeting minutes approved as revised.

Decision: Board decides to allocate 100% to patronage and pay out 60% to MOs.

NEW COMMITMENTS:

Heidi will work with Sofie to draft the 60% patronage letter.

Jacob and Lisa will work to craft talking points. Shawn has input along with Miles. Will have by May meeting.

ENGAGEMENT COMMITMENTS:

OPEN FORUM:

Sofie: Proposed keynote speaker for annual meeting: Phyllis Robinson of Equal Exchange in Boston (coffee & chocolate growers, dried fruit, etc). Approved.

MINUTES APPROVAL:

Decision: March 2016 meeting minutes approved as revised.

Announcements:

Make sure to turn in applications for board by midnight tonight.

Coop 101 class May 14, 3-4:30 pm. Also forum about Burgerville worker's union.

AGENDA ITEMS:

1. 2.4 REPORT: PLANNING & BUDGETING

Sponsor: Shawn

Purpose: Discuss and Approve

Decision: Board accepts 2.4 as submitted.

No policy reflection.

2. LTP REVIEW: ENGAGEMENT FOLLOWUP

Sponsor: Shawn

Purpose: Discuss

Framing: The past 2 engagements happened Wednesday, April 20, and Sunday, April 24. Invitation was sent out to all MOs, neighbors, and shoppers. Variety of methods of outreach: video online, website. Facebook posts and events, flyers, community events, posters, 2 tabling events, mailer sent to neighbors. There were 30-35 attendees at each event. Prior to the engagements: Interviews with outside organizations, and an event for people who are systematically oppressed. Info from those engagements and this meeting tonight will be used to guide the May 20 (5-7:30 pm) staff/board engagement. We will be working with all of us and consultants to set the plan for that engagement.

What are the brilliant moments, themes, ideas that you want to see carried forward? (Conversation open to board CM, anyone who was there.)

- Idea of larger community, Peoples' supporting community, MO being involved somehow in both learning about values of coops and expressing why coops are important.
- I think one thing that stuck out was notion of teaching, having connections so we can teach each other those things we need to know. Totally in keeping with how we work around here.
- Really great, well run, felt there was a lot of support for this process.
- Interviews and group: One thing that needs to be called out: compared to where we were this time last year, much bigger sense of coop as a growing concern on part of membership, less focus on ways we can expand out

positive influence in community and more on how to keep coop healthy, which is good because we can't do first without second. Sense of other organizations interested in seeing whether we are potential answer to some of their challenges.

- What struck me the most wasn't about small groups but more that there were many people who expressed gratitude and excitement for being there and that we were doing this. Really happy to be there talking about coop. Members seemed excited.
- I think what struck me most was the feeling and sense of excitement and empowerment of MOs and visualizing what we could do together. Would be great to continue to do more engagements going forward to help keep people mobilized. Importance of having healthy food accessible to all.
- There was a lot of stuff. Main things that came out for me or that stuck with me: diversity of tactics (people really wanted to be creative in thinking about how coop can move forward); theme of connection--people wanted more connection in community, between MOs and nonmembers, between us and farm; awareness that we can't do all the things, can't meet all of the needs (e.g., awareness that we can't meet needs of all farmers and all farm workers).
- How many people suggested we do things like be louder about what we do, bring folks into fold.
- Amazing potential for intergenerational collaboration and common ground and passion around addressing systemic issues, different experiences and valuable perspectives in community, seeing beauty and possibility and challenges of that interaction. Beautiful and vulnerable. Need to do more of that. So counter to the way folks tend to engage in communities.
- Need to get word out that we do these things! Be louder about good things we are doing, use as way to invite more groups of people. Several neighbors expressed sadness that they moved here for this store and fellow neighbors don't get it. Misconceptions--if they just came in, they would see! Creative solutions to food access: What if we could leverage one project to support another project? People supporting health food access for others. Awareness raised about things like animals' interests might not be same as farmers'. Unique opportunity to be part of coop.
- I was struck by ability to get perspective of community. Commend effort. Evident excitement in the room. People participated and felt empowered. As a MO, I admit I don't know a lot about the coop. It takes an effort, and engagement was really great. Education on what's valuable to coop, how coop stands out in community. Not always clear to just anybody how it can work.
- We tend to view our own little world in the coop, assume MOs know. Good reminder to know we have on-tap resource of all MOs. Doesn't have to be all on the shoulders of the CM. Good to hear from MOs and community and that they are excited and want to help us. Can give some of this responsibility to others and MOS willing to accept. Education and information.
- One cool thing I saw on Wednesday was that not everyone seemed to understand language of systemic oppression and social justice, but many spoke the values, like "we should make food more affordable." We are putting ourselves out there, and this can be nerve-wracking, but it's practice--each event gets better and better and builds passion, which builds MO trust in us. "I don't know how you guys are gonna move forward, but I trust that I've been heard and appreciate that."
- People seemed very engaged. Learning curve. Saw people change in short 2-hr mtg. Flyers worked--neighbors who hadn't heard of coop before are now having conversations.
- Feel awkward because holding some disappointment about first of 3 engagements. Holding space for question about culturally relevant and accessible foods. Report back: there is some alignment, most around theme of stopping prioritizing needs of people with more money, and also addressing issues of diversity in community.

What voices have been missing from these conversations, and how is that influencing the information we're getting back?

- People who don't already feel welcome here. If you don't feel welcome, why would you come?
- Lots of people in neighborhood who might be more involved if they were reached.
- If more people knew about us, these would be more valuable. How to promote our values to people who don't

know about us? People who come to engagements tend to be people who already love the coop.

- We don't get to hear from the people we've lost along the way (at engagements as well as in surveys). Often don't get to find out why people left. Would be good to reach out to those folks.
- A lot of interest in education and outreach. Concerned about how to do that without furthering gentrification. Also what having a second store would do to our culture.
- We don't seem to understand some of the other cultural groups and what their needs are, what they celebrate in life, what they use. Also low income in our community--I heard that they don't feel that we provide opportunities to participate. Learn to participate in economy. They are waiting for an invitation that we have not made. Youth: some young people feel the process we do involves them. How can we teach and learn from kids? They have a lot of energy, will be the new membership someday.
- From interview with Healthy Food Initiative (African-American women): 99% of what they said are things we heard from MOs: beautiful produce, affordable, slightly prepared foods, kids able to come to store. Would like to see people that look like us on website. Feel uncomfortable if everyone already in the store doesn't look like us. Should think about this (not overthink it), but a lot of our needs might overlap.
- Large group theme: Preserving what's wonderful about culture today while growing. Long-term members and new members got historical perspective of coop, values then, questioning whether we're there today. Appreciation of multiple perspectives while staying grounded in our founding ethics.

What are the questions you're left with after these community events?

- I don't want to beat a dead horse, but remember 15 years ago: takeaway was that we didn't do this, some helped initiate it, but it happened. The rising, the earth lifting us up. "Those" people did it and that was a beautiful thing. If we can get these people excited...
- Can we somehow make it easy for people to get involved with growth process, get involved with their food?
- How are we flushing out what growing impact is? How are we defining that?
- Who are the groups that feel unwelcome here, and how can we address that? How are we going to decide which communities should be served and which foods will be incorporated for them? How do we balance this?
- We obviously want to do a lot of really cool work, we want to do a lot of awesome things, make healthy food more accessible, more in community, service interests of people, meet our Ends to greater degree. How do we do this in a way that is financially feasible and sustainable?
- How do we value participation? How does that look currently and in the future? Investment--what's a sustainable way for people to invest in this work and in the store--money as well as other ways of participating and holding a stake in how we get our food?

Are there any course corrections or next steps we haven't talked about yet that Board et al want to think about or put on table for further discussion?

- Youth--involve the kids.
- Events that are coming up in the season, materials we're working on: how can we tell the story in a way to make it new and interesting, engage people in different ways? Upcoming annual meeting: how can we be smart, communicative, impactful to the 200 people there?
- Key to see survey information really soon. (Shawn says we should have within the next month.)

What's coming next: upcoming events where we hope board members will plug in: Next engagement event is Friday, May 20, 5-7:30 pm. We may or may not want assistance from some of this group; Shawn will let us know. Trying to figure out how to have a different kind of conversation about it for next board meeting.

BONUS TOPIC: Overview of hand signals

Twinkle hands: agreement

Finger back and forth: I have a direct response to that

Triangle over head: point of process--things have gone awry--get facilitator's attention

3. RETREAT FOLLOWUP

Sponsor: Jacob

Purpose: Discuss

Any commitments or next steps?

- Thank you to everybody who made it.
- People attending engagements, letters about patronage ongoing.

What did you take away from retreat that most inspired you?

- Inspiring: look at policies 2.4 and 2.5 as a group and get that rolling. We can get into that soon.
- In August, discuss & clarify leadership roles.
- Create flowchart or rubric for patronage decision.
- Work with Gayle to use her skills to help us stay organized.
- Communicate with each other, commit to helping Shawn more.
- Practice addressing juicy topics.
- Most inspiring: Liked doing the artwork, the clay thing, very visual, helpful for me--and the juicy topic practice.
- Most inspiring: respectful conversations that allowed me to open up to wider perspectives held on board and collective. Began to see the "Big Us" with more appreciation. Enlivened more passion in me.
- Got extra attention on stumbling points on what policy looks like, how to answer questions as a board member that respects members of coop.
- Gaining new appreciation for policy.
- Commitments to support each other in our work. Everyone is extremely supportive. Feels like we're ready to do something!
- Digging into long term planning and what is going on behind the scenes with it. Very excited about process now and all the challenges to get to the end goal.
- Most inspiring: Pony! And hanging out with everyone, sharing info in relaxed way, supports hard work.
- Lit a fire: this is it! If we don't make this work, we won't be doing this!
- Long term planning, policies, idea of being diplomats, how to engage with MOs, importance of stepping back on personal interests and listening and welcoming those we're engaging with. Really salient and important and glad we got to work on it.
- Great to have Sofie there personally and as marketing person.
- Appreciated space to deal with personal stuff when needed to let me focus on things that were happening.
- Felt great to just watch little groups spin off an random times and talk about stuff, and when people came back, it was more than "oh cool, we have better understanding"--it was "we've got that AND concrete next steps that we are doing, and how about we look at this specific thing, work on this particular thing. Investment not just on understanding but investing."

4. PATRONAGE

Sponsor: Jacob

Purpose: Discuss and Decide

Have to make decision tonight! Andrea threatens: "I WILL make you vote if you can't come to consensus." Hope is to reach consensus, but need to make the decision tonight one way or another.

Miles distributed a new spreadsheet of revised numbers for 20%, 50%, and 100% payout.

Question: Could we do 70%? What would average voucher size be? \$9.31.

Finance team did discuss their preference--50-75%.

Of course we're looking at building collective wealth, and member-owners want to get something. Who are we trying to speak to? Low payout or high won't necessarily make people happy. People who are grumpy about other things could take their general frustration out this issue. FET admit this is tough. One person said they wouldn't want to make people who spend a lot of money here feel unappreciated. Have experienced some but not a lot of grumpiness. People care a lot about member ownership, spend a lot of money and want something back, but understand there are other needs.

Temperature check of 20%, 50%, 70%, and 100%: 20% and 100% ruled out for having multiple thumbs-down; 50% and 70% each had one thumbs-down, so continue discussion focused on those two options.

- I feel like in general people will be happy to receive anything. It's more about the story we tell and how we communicate that. We are set up to do a better job than last year. Feel good about whatever board decides on 50-70%, especially with LTP engagements.
- Our most current year-to-date sales growth is -0.9%. Many factors, including people being forced out of neighborhood, economic challenges, other related issues. Not necessarily related to what we're doing, but there are things that could help going forward. Feel that higher rather than lower payout is in best interest since negative sales growth is scary. Want to show reciprocity and that it really means something. Important symbol of reciprocal relationship. Can't afford to take MO for granted.
- In interview, got info that getting rewards check was the moment when they first felt PART of the coop. 70% is highest percentage we've ever paid out, really sends message that we want to reward MOs for helping us turn a profit this year but still highlights consistent message about long-term needs.
- Still leaning towards 50% mostly for message consistency. If we think about projected net income, which is 20% of what it was when we paid 100%...concern is that 70% is still inconsistent in trying to match that going forward. As a MO, would feel concerned that we were making so much less but board is paying so much out. Patronage is real participation, not a thank-you gift. Emphasize other benefits of shopping here and having this coop. Patronage dividends are not main means to the End of accessible food. Impact on CM and morale is a huge deal.
- In light of thinking about impact it makes: patronage is highly symbolic, means a lot to people. Need to be concerned about losing support of average shoppers. Might not be important to always have consistency. Fluctuating might actually help people see they need to support us more, might help them decide to step up. Not just a gift, but important to keep in mind that board benefit from discount, might have more stable income than many MOs, so might not understand full impact to the average MO. Don't want to lose their support.
- I often don't say much during these conversations because my official job is to represent the thoughts and feelings of CM, but for me, what I'm learning is to be vulnerable and to be bold. Board has been going towards maintaining collective wealth. The way to make sure that's okay with MOs is to talk to them more about it. Do more engagement about it to help MOs understand what's going on and why decisions are being made. Advocate to talk to MOs more, like an annual engagement about patronage. Helps build faith in what we're doing if we're as open as possible about our thoughts.
- I really value and respect dissenting view about paying lower amt. I do see average we've paid out is 36%, so 50% is still pretty consistent. Another way to look at it: we've usually paid 1% of sales, so paying higher rate is consistent. Think we can still pay higher amount.
- Looking at ways to be consistent can be a trap. This year is more typical; long-term conversation is important. How will paying more or less affect people? Complicated. Some people will be more affected by it than others. For most, won't be substantial difference in whether or not they shop here. Paying out another \$11K versus spending that to make food more accessible to those who really need it--prefer latter.
- 50% is actually out of alignment with both what we've paid and what we've made, so it might actually be good compromise.
- Core beliefs of coops: coops provide access to a resource that people cannot otherwise get (in our case, food they trust), a joining point of community (events, farmers' market), and when business makes a profit, they

make a profit. Right now, we are only sort of making a profit.

- Collective wealth and stability--50% doubles our source of collective wealth in future. Decent amount considering where we're at with sales and profitability right now. Accomplishes both business need and member partnership.
- Like aspect of 50-50 profit share. Want to celebrate that whatever we decide, it's a success. Want to acknowledge need of those who have lower income. Think we can apply the extra to working towards this.

Temperature update: 50% 1 thumbs-down, 70% 1 thumbs-down.

- What about 60%? Would allow us to say highest percentage ever paid out.
- Membership is not patronage. Last year was a lean year, and we will continue to have lean years. This is not the main benefit of membership that we are selling. Compromising at 60% doesn't feel like a decision; 50% or 70% feels stronger.
- Some people have vision of what they want their department to look like. This (patronage decision) is the board's department. What is the board's vision? Would be helpful for MOs and CM to be able to talk about.
- Story of 50, 60, 70 fairly similar. Two draft letters were not substantially different. Energetically, what is the vision behind patronage?
- Hard for board to have vision when the numbers are not on us but operational. Need board and CM to have conversation.
- Need to manifest future with buy-in of MOs and community. Financial perspective would be 0, but let's build the community and spread the vision and make an impact by paying some back.
- Part of message also has to be we are responsive to market and responsible and doing what's good for the coop. We get the data and have to make the decision. Would help to have decision tree to help make this decision in future.
- I would love for decision to be based on feedback from MOs. Applaud board engaging and getting feedback. The people we don't have to worry about losing, not an issue. Concern is people for whom this is symbolic, not fully committed, and we could lose if patronage isn't as high as possible. Feel this is important, most people don't care about percentage, but what people see--gut thing--they see what they get back on what they've invested.

Decision: Board decides to allocate 100% to patronage and pay out 60% to MOs.

Who will redo letter: Heidi will work with Sofie.

Who will work to craft talking points: Jacob, Lisa. Shawn has input along with Miles. Will have by May meeting.

Andrea: When board discusses things and have disagreements, we are doing our job. It might feel uncomfortable, but this is our job. Thank you for having respectful communication about it and doing your work on behalf of member ownership. Conversation is more fun when there's more money; it's stressful when there is a fear of scarcity. Coop will get half a million dollars in wealth, which is pretty awesome.

MEETING EVALUATION

Celebrate!

- Board candidates
- Cm attendance
- Cm involvement in LTP conversation
- Great dinner
- Spreading out president duties (like letter drafts)

- Renewed commitment to creating patronage tree
- Communication with MO re patronage re 2.4
- More than once, there was passionate swearing
- 2.4 actually got more attn because engagement was mostly about this
- Discussion on LTP engagements was insightful

Room for improvement:

- Andrea botched consensus process
- Schedule too rushed.
- No discussion 2.4, possibly due to rushed schedule
- Wish we had more time to discuss patronage, especially new numbers

NEXT MEETING: Tuesday, May 24th, 2016, 5:30-8:30

Next meeting agenda brainstorm:

2.1

Survey

What would thriving community look like

Committee to fix patronage

Asset protection

BIKE RACK/FUTURE MEETING TOPICS:

- Revisit policy 2.7.1 Compensation and Benefits
- Accountability loop between CM and BOD– how is it actualized? – refer to policy 3.4 Monitoring CM Performance
- Revisit whether or not to change Patronage Refund to Patronage Dividend in the bylaws
- Creating a policy for when new directors can vote
- 5-10 year planning on patronage trends and opportunities
- Discussion of how to communicate the Meeting Guidelines other than just having them
- The “staggering” clause of Article 4.3
- Further developing the “CM nominates/Ownership elects” proposal
- Look into 80% insurance issue within 3 months (2.5.1.1)
- Submit a more developed Share Cost policy to the agenda committee (4/23/13)