


**Board Meeting Minutes**  
**Tuesday, June 23, 2020; 5:30-8:30 pm**

**Facilitation:** JennyL **Minutes:** Gayle **Vibes/Celebration:** Eleanor **Clean-up:** n/a **Scribe:** n/a

**Attended by:**

Board Members: Naoki, Will, Brion, Eleanor

CM/Staff: Amina, Rachel

Member-Owners: Claire

Guests: n/a

**COMMITMENTS:**

	COMMIT MADE	DIRECTOR(S)	DUE DATE	COMMITMENT
1	4/23/19	Rachel	7/20	CM will clarify and explain 8.6, allocation of net loss, in time for the 2019 patronage decision.
	3/24/20	<del>Jen B.</del> , Rachel, Eleanor	7/20	Discuss resources and documents that are needed for new Board members and generally plan the orientation. <del>Jen B. will coordinate.</del>
	12/3/19	<del>Kahadish</del> Rachel	7/20	<del>Kahadish</del> —Rachel will make the refund happen for the person whose membership was terminated once they provide an address.
	5/26/20	Rachel	7/20	Rachel: When get CPA report, bring 2.4.12 graph and chart back to the Board. [In progress.]
	5/26/20	Rachel	7/20	Rachel will follow up with NCG and other co-ops to create a new operational definition of 2.3.1 that explains why 0.5% net income is adequate, or redefines adequate net income, including potentially without a set number.
	6/23/20	Secretary	7/20	Secretary will ensure that we put on the ballot the proposal to update Bylaws Section 4.9 - Vacancies. Whenever the number of patron directors shall fall below eight for any reason, the board shall appoint one or more directors necessary to bring the number of patron directors to eight. (See Minutes of January 2020)
	6/23/20	Eleanor	7/20	Eleanor will draft an article for Grassroots on Ends achievements for 2019. [Amina is available for ruthless

				editing.]
	6/23/20	Amina, Rachel	7/20	Amina and Rachel will get an updated phone & email list out and fix Will's email issue with bodonly@.
	6/23/20	Rachel, Eleanor	7/20	Rachel and Eleanor will check in at the Link-President check in about other things the BoD needs to be supported right now.
	6/23/20	Naoki	7/20	Naoki will put together a proposal about policy reflection on 2.8 for next meeting.
	6/23/20	Eleanor	7/20	Eleanor will add to the next Link/President check-in a conversation about 2.8: how the policies support the CM and how best to partner with the CM to make changes to them.
	7/23/19	CM Link	?	CM Link will bring the topic of names on bank accounts back to the Board when Finance Team has another eligible person. [Update 5/26/20: Amina has now been accepted to CM!]

### **DECISIONS:**

**DECISION: May minutes approved as written. (Brion & Naoki abstained)**

**DECISION: Report 2.8 is accepted as written, with additional commits that Amina and Rachel will get an updated phone & email list out, fix Will's email issue with bodonly@, and Rachel and Eleanor will check in at the Link-President check in about other things the BoD needs to be supported right now. (Will: stand-aside.)**

### **NEW COMMITMENTS:**

**Secretary** will ensure that we put on the ballot the proposal to update Bylaws Section 4.9 - Vacancies. Whenever the number of patron directors shall fall below eight for any reason, the board shall appoint one or more directors necessary to bring the number of patron directors to eight. (See Minutes of January 2020)

**Eleanor** will draft an article for Grassroots on Ends achievements for 2019. [Amina is available for ruthless editing.]

**Amina and Rachel** will get an updated phone & email list out and fix Will's email issue with bodonly@.

**Rachel and Eleanor** will check in at the Link-President check in about other things the BoD needs to be supported right now.

**Naoki** will put together a proposal about policy reflection on 2.8 for next meeting.

**Eleanor** will add to the next Link/President check-in a conversation about 2.8: how the policies support the CM and how best to partner with the CM to make changes to them.

## **MINUTES APPROVAL:**

**DECISION: May minutes approved as written. (Brion & Naoki abstained)**

## **AGENDA REVIEW:**

- Approved.

## **Member Owner Forum:**

- n/a

## **1) COVID-19-Related Update From CM**

Sponsor: Rachel

Purpose: discuss

- Switching back to a regular schedule is good and useful and is helping things feel more settled, but we're pretty short-staffed, and we're hiring right now. (Hired a new sub, hiring 3 new storekeepers.) Paid hazard pay extra \$1.50 for 2<sup>nd</sup> quarter for hours worked on site, and we plan to do that for 3<sup>rd</sup> quarter also, even though it might make our labor percentage higher than budgeted, but still within affordable range.
- Curbside trial runs, still not a go yet. Will keep working with ECR for POS.
- Closed early today because too many staff are out. Monitoring Phase 1 for Multnomah County. A worker at New Seasons down the road tested positive last week.
- Brion: How are staff doing? How is morale? Are shoppers in compliance?
  - Amina: Most customers are with the program. Very rare to have heated conversations at the door. People seem to be shopping more this month. Things in terms of staffing feel a little bit more settled but still nerve-wracking.
  - Rachel: Some weird interactions with people stopping wearing their masks or wearing them strangely.
  - Amina: Some staff are still tired. Five or six people have come back. Trying to get time off for people who have been here all along.
  - Rachel: People like myself and Padrice and people who haven't had a lot of backup are now getting some people to help, spreading out some tasks.

## **2) Ends Report**

Sponsor: all

Purpose: discuss

- Amina: You probably noticed that this Ends Report looks different from other Ends Reports. In the past, we've had lots of measures and data and graphs inserted into the report for each End. This one is more focused on zooming out and looking at what we're

doing for each End in the co-op. Then COVID hit, so this is sort of a hybrid of those two approaches.

- Jenny: Overview of white board app to use for looking at the Ends.
- **1.0: A passionate community working together for ...**
  - **Proud of!**
    - Eleanor: Zero-waste group was such a cool thing to get to see. It was under Sustainability but also felt like Passionate Community.
    - Naoki: Hands-On Owner participation: Jen pointed out how it brings her so much fulfillment.
    - Eleanor: Farmer's Market is all organic or better!
    - Brion: Round-ups at the register.
    - Naoki: Focus on small and local. Amazing we can give opportunities like that to people with 5 acres and smaller.
    - Naoki: We contributed \$20K last year to double up-food bucks?
      - Rachel: Yes. Some came from co-op, some from register round-ups, some from double-up food bucks. (Note, these can only be used on produce.)
    - Brion: Ends as a whole and the interpretation. We might be taking these amazing Ends for granted, but we really are sourcing from a place that matters: personal integrity, etc, missing from usual retail environment.
    - Naoki: Anti-oppression work--CM started this work long before it became so visible an issue. Also the work that has been done in hiring process. The co-op is a leader here.
  - **Opportunities for improvement:**
    - Eleanor: Vegetarian store seems to be decreasing as a reason for why people shop here. In talking to a member, I heard the question: Why don't we market this more, that we are a vegetarian store?
    - Brion: Concern that we seem to be trending down on number of active HOOs. Not clear if goals were met.
      - Amina: More about staffing to meet the staffing/training of people who want to be HOOs.
    - Naoki: How do we share the learnings that CM have had about anti-oppression?
- **1.0.1: Thriving cooperative and local economies.**
  - **Proud of!**
    - Eleanor: Related to what Naoki was just saying: CM has been excellent on its external signaling to community on social justice and anti-oppression.
    - Eleanor: Great how CM embarked on cooperating with other co-ops.
    - Naoki: All the new local companies that the co-op brought up in 2019.
    - Brion: Narrative forming around supporting local companies.
    - Eleanor: Co-op has been welcoming of BIPOC; craft fair was great.
  - **Opportunities for improvement/change:**
    - Eleanor: Would like to see more about cooperating with other co-ops

- Naoki: How do we celebrate these exciting things? (doesn't only apply to this item)
  - Brion: We might be saying to people who want to be HOOs that we're full up now; might be nice to refer people to farms or other companies we buy from.
- **1.0.2: A safe and welcoming community where all are valued.**
  - **Proud of!**
    - Eleanor: Impressed that CM scored 3.29 out of 4 on friendliness.
      - Amina: Odd that MOs rated us lower than other customers did. Maybe we are our own worst critics.
    - Brion: Safe(r) space policy is clearly displayed.
    - Naoki: Scores from MO and customers about feeling welcome and safe (3.7/4).
  - **Opportunities for improvement/change:**
    - Eleanor: Great that you will be adding questions about safe & welcoming communities to 2020 workplace survey.
    - Naoki: Trends are useful for context on values for how we are doing.
- **1.0.3: Democratic workplace where all workers' voices are valued.**
  - **Proud of/highlight:**
    - Eleanor: Transparency and commitment to progress on the stats around democratic workplace.
    - Eleanor: Workers rated 3.16/4 that no retaliation is taken when bringing up these issues.
    - Naoki: Co-management model! So inspiring.
  - **Opportunities for improvement/change:**
    - Brion: Worker treatment: I wonder if there is a way we can measure democratic workplace/all voices being heard and develop understanding of what is impacting this, so that we can bolster it and support it.
    - Eleanor: I was struck by the 2.07 score on timeliness of decisions, yet I am very impressed about the nimbleness of COVID response. It will be interesting to see what this score is next year after this experience of such great responsiveness.
- **1.0.4: Access to healthful foods our customers can trust.**
  - **Proud of/highlight:**
    - 90% MOs support the high quality product selection criteria
    - Eleanor: New word! ALTERITY (noun): the state of bring different, especially with respect to one's perception of one's identity within a culture; otherness
    - Brion: Appreciate the length we go to to provide access to people who need it (free box, Food4All, etc).
  - **Opportunities for improvement/change:**
    - Eleanor: Great that we'll be getting the word out more on Food4All.
    - Brion: Be more out-front about our excellent buying guidelines--marketize!

- {break}
- How do you feel the co-op did in meeting the Ends?
  - Eleanor: I know there have been lots of discussions about our Ends. I am really impressed with them every time I interact with them. Invite Board to reinvigorate that conversation, get member input on what they say.
  - Brion: I have very high level of confidence in our ability to meet our Ends. To me, the value of this document is creating a narrative on how we are accomplishing it, who we are, what we're amazing at. Really valuable exercise and glad we do it every year. Let's share it with the world!
  - Naoki: I wonder if the Board would be interested in something like drafting something for the next Grassroots about all these things we're proud of?
  - Naoki: One of the candidates for NMEC introduced me to a researching in BC who had questions about how the co-op works as a collective. Another great way to get the word out about what we do and how we do it.
- Any comments on how the report worked for you?
  - Eleanor: So easy to read and digest! Didn't go back and look at 2018 to compare, but it felt much better.
  - Brion: Very easy to read, eye tracks well, much easier way to read large reports. Also appreciate the smaller size of the document! Being able to see trends is so important to us as a Board. So easy to read in this snapshot format, would love to add the trends data to be able to understand what the snapshot means. Not for every bullet point; learn over time what we may want to see.
  - Naoki: First reaction was "I think something is missing!" because of the huge size in the past. This felt like a curated Ends report, and it was such a joy to read it.
  - Eleanor: The curated aspect also shows us what the CM thought was important to highlight. Also, Jenny, that was great guidance for the group to prompt us with what we were proud of and what opportunities of change.
  - Brion: I imagine the Ends report serves a historical purpose for the CM
- Thoughts on the Ends themselves, how they are serving you?
  - Eleanor: I'd be interested in Amina & Rachel's thoughts, too.
  - Brion: I had always been skeptical that we had to revisit these every year. Right now, given all that is going on in our society around social justice, this could be a really timely period to look at these through that lens. I think they're strong, but we have the responsibility to see what could/should be changed in response to what's happening in our community.
  - Eleanor: Maybe more specific language about types of social justice, other ideas like that, inspired by the ideas that the CM are working on.
  - Naoki: Maybe this is why it's important for the Board to be doing this every year. Maybe some parts could take a stronger focus on what is happening, see what's coming, drive change that's needed.
  - Rachel: I feel like I have always loved our Ends, and I know they're kind of all over the place. It's hard to think about "which of these should we focus on?" Having ALL of these is part of why I work here.

- Amina: I don't think there's anything in the Ends that feels like a hot mess to me, but they are kind of hard to read. Food doesn't even show up. More clarity about what we mean (by human rights, racial and economic justice, etc) should be there.

**Eleanor** will draft an article for Grassroots on Ends achievements for 2019. [Amina is available for ruthless editing.]

### **ANNOUNCEMENTS:**

- Jen Bishop has resigned from the Board, effective today. We thank her for her contributions.
- Chris is still slammed with work, won't come unless needed for quorum.
- Claire said it was hard to find information to connect to Zoom meeting.
- Eleanor is gathering signatures for Universal Preschool Now.
- Jenny: Tryon Life Community Farm has its loan through Equity Trust (not a bank!) and personal investors. Let her know if you'd like to invest \$5000+!

### **3) IMR 2.8 Communication and Board Support: Monitoring**

Sponsor: Rachel

Purpose: decide

- Amina: I helped Kahadish write this report. It shows our issues with timeliness of board reporting. Rachel and I are getting it back on track, especially now that the CPA review is finally done. I only got 2 responses about how the CM Link role is working, do you feel supported, etc. Not much data to work with.
- Eleanor: I love the way the data was laid out. Very helpful.
- Naoki: I found it very clear.
- Eleanor: Question: In that great data layout, there is a Column D that says "use suggested report structure"--what is that structure?
  - Amina: The flow of how each report is done.
- Did anyone come unprepared to act? No.
- Definitions or interpretations unreasonable? No.
- Inadequate data? No.
- Brion: This is a funny IMR for critique because it's about communication to the Board--really personal! The data in 2.8.7, contact list: I have never received it. Also, I didn't know there was a survey! Bylaws email list? Never heard of that. Makes me wonder if I can trust the other data.
- Will: Although I think I receive almost everything, I still apparently cannot respond to bod-only or maybe bod. Most of my messages get rejected because I don't have (or want) Google. I have been getting PDFs of things that are Google docs, but I can't make any

use of links to Google docs. I don't know if there is anything I'm not getting, but can't respond.

- Jenny: Back to monitoring this report: Do you want to accept it or not accept it?
- Brion: I would be happy to approve this report but have a question: If those of us present commit to doing the survey, would that have enough value to have you add that in?
  - Rachel: What may be more useful is for us to ask what's not working.
  - Amina: We could do some of that through commits, like get a phone and email list out, fix Will's issues, etc.
- Eleanor: I am willing to do the report, not for the purpose of redoing the report but just to give you the information, if that would be helpful.
  - Rachel: How about if Amina and I look at the survey and decide what parts of it would be helpful to get.
  - Jenny: Maybe discuss this in the next Link/President meeting.
  - **Proposal: Accept report as written, with additional commits that Amina and Rachel will get an updated phone & email list out, fix Will's email issue with bodonly@, and Rachel and Eleanor will check in at the Link-President check in about other things the BoD needs to be supported right now.**
  - Will: I can't really accept the report because I think it has inaccuracies. I didn't get the things it says I would get, even after multiple requests.

**DECISION: Report 2.8 is accepted as written, with additional commits that Amina and Rachel will get an updated phone & email list out, fix Will's email issue with bodonly@, and Rachel and Eleanor will check in at the Link-President check in about other things the BoD needs to be supported right now. (Will: stand-aside.)**

**Amina and Rachel will get an updated phone & email list out and fix Will's email issue with bodonly@.**

**Rachel and Eleanor will check in at the Link-President check in about other things the BoD needs to be supported right now.**

#### **4) IMR 2.8 Communication and Board Support: Policy Reflection**

Sponsor: all

Purpose: discuss

- Naoki will put together a proposal about policy reflection on 2.8 for next meeting.
- Brion: I think in terms of structural support, I'm interested in the structure: not just getting the contact list, but a system for knowing where I would go to get it.
- Eleanor: I talked with Padrice about getting access to documentland. Might be where we can find these things.
- Brion: Maybe as part of orientation. It would be interesting to have a conversation about how these policies support the CM and partnering with CM to make changes.



**Naoki** will put together a proposal about policy reflection on 2.8 for next meeting.

**Eleanor** will add to the next Link/President check-in a conversation about 2.8: how the policies support the CM and how best to partner with the CM to make changes to them.

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