

## **Board Meeting Minutes 4/22/20 7-8:30 pm (Zoom meeting)**

### **Approval of Minutes of Last Meeting Unanimous, accepted as amended**

**Set Time Limit for each Agenda Item below, Add any Items.** Ann will take Minutes, someone else will act as Timekeeper

Present: Jono Neiger, Karen Traub, Ann Ferguson, Jean Bergstrom, Martin Pittman, Sam Black, Lori Lynn Hoffer, Danielle Barshak, Lise Coppinger Absent: Jeff Lacy

### **President's Report (Sam)**

- PPP and other applications

**PPP** account is now established as another Co-op account at the bank and Jono and ?? are listed as having access to the account. The Finance committee along with Paul Rosenberg have been working out a spending plan.

As of this date The federal EDLloan is no longer accepting applications, but may be re-funded. (Note: it has since been re-funded and Sam has put in an application)

The MA state loan to small businesses application has been put in by Sam.

The Mortgage deferral letter to bank discussed at last meeting was sent in by Sam with Board revisions.

- UNFI negotiations (Jono)

Business has been contacted by UNFI lawyer and Jono and Sam talked to him. They gave UNFI a lowball offer of \$2K now and \$200 per month as a payback plan. Management has not heard back from lawyer in over a week but Finance committee decided to wait a little longer to hear from them. Given the PPP \$\$ we may be able to negotiate further on the amount. We are committed to working out payments to relieve the stress on Paul and Patty.

Karen: Erbin said something about bargaining power that he could offer with UNFI. Jono: Thanks for the reminder.

### **Finance Committee Report (Jono, chair)**

Jono and Sam are working on updating our accounts, giving Susan Walker (SW) the bookkeeper access to the bank accounts, and get Julio off the accounts. Yesterday we did see deposits happening regularly and so we discovered that the GoFundMe money is going into our general operating fund account.

SW now has the password, and figured out how to get into the Ann Walsh (AW) Hotmail account that is linked to GoFundMe account. Jono will put all the passwords where we can have access to them.

Karen: Not sure we can change the money person on GoFundMe (AW), may not be able to change that, but hopefully we can get the money from it going into the Donation account at the bank, and at least now we can change the wording on the new capital campaign on GoFundMe.

- PPP allocations:

More details on the Spending plan: Involves ramping up shifts for some people. Paul and Patty would be employees, would bring on Leela Dolan as kitchen assistant for 15 hours a week. Jono went through with Paul to try to bring up FTE (staff hour weekly totals) so we can meet the PPP requirements for where 75% of the money will be spent. But don't want to spend more money than we need.

RE the other 25% of PPP \$\$, it would be spent on Utilities etc.

Lori: Having heard what you said, and re the NFCA webinar, would we want to consider raising the wages for all our old workers as a interim hero pay, like a bonus.

Jono: GM runs store and wages so we could make a recommendation to the manager. Do we want to do that. E.g. because now we have a bit more working capital, due to the PPP money, and Joyce Erwin's donation of her debt.

Martin: I am all for that short term interim increase for hazardous work. Is Paul not interested in hiring additional people?

Jono: We could but in 2 months of extra staff wages but we wont have that PPP money after that. Volunteering staffing is making a huge difference in our bottom line. Paul is getting guidance from Cory and Apple Ahearn on the Finance committee. Their view is that 2 months is not much time to have this extra money so we shouldn't take on too many new staff commitments.

Karen: I spoke to Rue and Ralph who have been heroes, and they would appreciate more hours of work a week.

Jono: Everyone is getting a few more hours and shifts.

Jean: Likes the idea of the hero raise but this could only be temporary. We should be trying to try ways to increase their take-home pay for the longer term. Jono: Also trying to increase PPP FTE number, and one option could be to increase hours on Sunday for higher Sunday pay.

Jean: What is FTE? Sam: What the work week would look like for an average worker

Ann: We should be thinking of long term ways to raise our the lowest paid workers' income to the coming minimum wage of \$15 and it may be even higher in a few years.

Martin: We should make it clear if we give this hero or hazard pay that it is extra pay only for the two months of the PPP loan..

- Turnaround Plan:

This planning has stalled out because J has been so busy. If anyone can work with Jono on pieces of the narrative he would welcome help. Sam agreed to help.

**Questions, Votes, Decisions on Other Committee Reports:** Are there any decisions Board needs to make on other committee proposals?

- Fundraising

Karen: We continue on. Thanks to Ann re Carol Heim for her donation

Sam: Lori Lynn has Thank you cards made and Friday need to define more the Wall of Honor.

Lori will put up names and photos more articulate way.

The Fundraising committee (along with the Communications Member Outreach committee) are starting to work on Membership campaign.

- Communications Outreach

Jean: We had a meeting last Friday with the other volunteers (Kari, Janice and Peggy). Splitting into two committees was too hard. We are leaving it up to individuals to decide whether to come to meetings. Includes communication, member outreach and events. Talked about doing a Membership drive. Will look over the Dec 3 Special Member notes to reach out to members with an update about what the Coop has done to meet their requests as we do the fundraising member outreach, and will also work on a brief survey. Hopefully Hendrix will help us with the script for that call. Tomorrow will do another Mail Chimp.

Karen: Noticed that the menus are not on the website, saw a piece of menu in register.

Lori: What is in the notebook is not what is in the kitchen. She is communicating with Liam about that. Jono: Paul and Liam did a revision on sandwiches. Will be a second pizza night, starting next week. Will put out details when have them.

Karen: lots of people on registry don't have info re membership data and how to access.

Lori: Need info. What is my two minute spiel as to why one should be a member? What are the benefits?

Ann re Membership Drive and asking for more share money from existing Co-op members: we need to be careful about this because of past negative response when we broached that idea last summer. Ann will reach out to Paul about a customer spiel re the benefits of becoming a Co-op member that cashiers could learn.

Martin: Shares concerns about who is a member, need to think about the system improvement. Has spoken to Paul about members getting a rebate if they spend a minimum amount of money a week. Have to worry about backlash.

- Infrastructure

Lise was not present at this point in the meeting so Martin gave the committee report. He agrees with Lise that we need to do more work understanding our propane consumption. Lori: Only top two pizza shelves work in big oven. Should we be doing maintenance to bring down costs? Ann: Not clear that maintenance is the solution. There was past discussion on the previous Board that maybe we should buy a new pizza oven that is more efficient but would require a capital expenditure.

What about pizza boxes, do we have enough if we are going to do a new pizza. Pizza box subcommittee notes that Paul says he is handling this issue.

Martin has been in touch with Annette Herta from the Transfer Station re disposal of the old freezer, but as it is industrial waste which is not allowed we can't old freezer there, but will have to get rid of it as scrap metal. Annette gave a phone contact of someone who might be interested. But as soon as we can we will get rid of dairy freezer, and then we have to work on the de-connection and connection. Will need to discuss with Paul as to whether it should be removed by volunteers on weekend or when.

Jono: Some urgency to get this done. Martin : Still working with Paul to find out whether Atkins will sell the new freezer Jono: Maybe put out a call for volunteers like Ben Goldberg?

- Sustainability

Danielle will check with the Cushman store guy if we can copy his signage. We still need to get the containers, question if whether should do this now.

Jono: Will give a tour of the garden. Jean: Let me know when and I will advertise.

**Old Board Business:**

- Followup on Individual Board Ethics statements for members to sign and deliver to Coop.

There was a discussion regarding the Conflict of Interest question.

- Past history, emotions and disagreements: It was brought up how the old Board members have old Board history which involves negative emotions around past experiences in that history, but new members do not have this. It was agreed that the Board needs to find a balance between not discussing past history and the need to share the facts, even if there is no agreement on the interpretation of what happened.
- Question of conflict of interest. There was a discussion of whether Board members having relatives who are hired would be a conflict of interest.

Danielle mentioned that the Board is not doing the hiring, and if a relative is being considered, we should not let the person hiring know that an applicant is a relative. We should be careful not to create positions particularly for relatives. Jono said that for youth part time jobs, it is up to Paul whether to hire them or not and it is sometimes a challenge to even get such people. It is up to Paul. Re hiring Leela Dolan, she has proved herself as a volunteer so hiring her is clearly out of merit not favoritism. Paul is doing the Pizza night hiring and coordinating volunteers for that.

**New Board Business: (15 minutes)**

- Visioning—NFCA webinar Covid & postCovid recommendations (Lori)

Many participants were from larger Coops, but the main points relevant to us are planning for the future economy and hero pay for working during the virus. We will have to face a downturn in economy and we need to be thinking ahead of how we can plan for that. On the Hero pay idea—are we doing enough for our hero staff working at a time like this? Sam: Giving economic reward is really important and also recognition!

Jono: In the newsletter, be sure to ask shoppers to give their appreciation. Lori Lynn: We should also be thanking the shoppers. Jono: We are now consumed with present survival but we need to do future planning as well. When we have sketched out both financial and operation Turnaround plan, problem to get feedback from community.

Re Martin, doing large Zoom calls, are we doing publically accessible Board meetings?

- Visioning Outreach to Community:

Ann maintained that we should have Zoom meeting as a public meeting to allow our members. Karen pointed out that this does not solve the problem since a lot of Co-op shoppers are not

online at all. Martin said a public Zoom meeting would still exclude people but he would be happy to set it up if we so decide. Jono suggests we should set up a meeting in 2-4 weeks. Danielle pointed out that we should be sure that we don't bring up sensitive legal issues at a public Zoom meeting that should be handled in executive session.

- Summer/Fall Flea Markets?

We discussed the idea and everyone liked it. Events committee can handle it. Jean pointed out that we used to have something like that with Spring Fling, but this year we can maybe have our Phoenix Rising Flea Market fair in the summer..

- Other: Cindy Baldwin has gotten rid of all the ancient tin cans from the back room!

Lori has been working with Paul to have Pizza nights from 4-6 pm. Paul wants to hire Leela as a Asst kitchen worker in store on Weds for second pizza night. (Note: That is starting on Weds. 4-29)

Danielle has been talking to Ellen Shaw Smith to volunteer to do curbside service and her cell phone will not work in the store, but Sam says Paul she could use one of the store phones to do curbside service. There was a small subcommittee that investigated curbside service in the past.

Respectfully submitted,

Ann Ferguson, Clerk