



Meeting Minutes

(Board will approve at next meeting **January 27, 2021**)

Date/Time: Wednesday December 16th 7:00 - 9:00 pm

Location: Zoom (remote)

Facilitator: Tal BZ

Note-taker: Belinda J.

Note-takers - please see [link](#) to note-taker responsibilities.

Timekeeper: Tal BZ

Directors Present: Isabella B., Hannah W., Ray J., Patrick S.

Directors present via phone: N/A

Directors Absent: Lindsay R.

Others in attendance: DK H., Nick M., Travis A., Meredith W., Shen D., Tal BZ, Liz C., Chica C., Matt, Renee B., Belinda J.

Any person attending may participate equally in discussions, but only Co-op Board members may vote on any issues.

The Co-op's 2020 meeting and store closure calendar can be viewed [here](#).

Welcome/Orientation 7:00-7:05 (5 min)

Welcome and introductions. Brief explanation of the purpose of the Board Meeting. Questions welcomed!

- Everyone says their name and what they're looking forward to

Consent Agenda 7:05-7:15 (10 min)

A collective vote on decisions that have already been made or that don't generally require/solicit discussion. Attendees can pull out any item they would like more discussion on, and this item will be moved to discussion at the end of the meeting. Information on all consent agenda item votes will be circulated in advance of the meeting.

Approve Minutes 7:15-7:20 (5 min)

Board votes whether to approve the public minutes from the board meeting. These minutes will then be ready to post online.

- [Link to minutes](#) from previous Board meeting
- Voted to move approval to bike rack

General Manager Update 7:20-7:40 (20min)

- Willa and Matt are not available, but shared a note on status in advance of meeting
- We are consistently well-stocked
- We have had increase in no-show's, attributed to COVID's wave

- Occasionally malfunctioning fridge: malfunctioned several times in last several weeks, it stays on but doesn't actually blow cold air. It is weather-related. Consider replacing it.
 - Ray asks what budget is, seems like it's possible
 - **Board will ask Willa and Matt to give quote**

Committee Asks and Gives 7:40-7:50 (10mins) (Committee Chairs and Liaisons)

Committees ask for help or support / others give below:

- Governance
 - Nick - Governance needs recruits, esp. legal expertise (e.g., a lawyer) and also just generally people who are passionate about governance
- Ops
 - Isabella - orientation proposals
 - Moving orientations to Zoom officially for 2021 until COVID resolves
 - Ask that board members and committee chairs rotate in so members have greater familiarity
 - Moving to 2x rather than 3x per month
 - Isabella - questions re: compensation procedures for Design Build
 - Ask: make CC available for purchases under proposed \$60 limit to minimize backup
 - Ray - store does not have credit card, only debit card. Wary to make generally available to committees. Would feel comfortable for Emily to have it; surprised she doesn't already.
 - Big focus for ops for 2021: reinventing orientation and onboarding and training
- Guiding Principles Working Group
 - Hannah - working group has shared survey for last 2 weeks looking for feedback. Please fill it out!
 - Survey link:
 https://docs.google.com/forms/d/e/1FAIpQLSe7Hn6aVgUoQFptQ5K_N-RhYdMVmLzEdyb09P-0B9kvAccjw/viewform

Agenda 7:50-8:50 (60mins)

I. Committee Audits: Board Recommendations (30 minutes)

- Context
 - Board has been conducting an audit to understand committee functions, ensuring roles are clear, ensuring membership allocation best supports co-op's goals.
- Membership (Hannah)
 - Main recommendation: bring on more leadership to lower Renee's hours. Meredith is now co-chair.
 - Big goal: get over 400 members on regular basis.
 - There are 17 members, will maintain same size
- HR (Hannah)
 - One of goals was to add 2nd co-chair. Tal has stepped into that role. Zoe is other co-chair.
 - Now 2-person committee.
 - A goal: updating/creating grievance policy and employee handbook.
- Ray (Marketing)
 - 31 members, has 7 sub-committees
 - Board's recommendations (Ray)

- For new Communication Design and Print to take over Wayfinding
 - To challenge perception that it is bloated. It is loosely-affiliated but cooperating sub-committees.
 - Strategy will strive to communicate better about Marketing and work with other committees
- DK and Shen, both present, are also leaders within Marketing
- Newsletters (various)
 - Ray - there has been feedback that newsletters are being sent too frequently. Currently there is both a weekly and monthly newsletter, totaling 5 emails per month. There's been an ask to show value.
 - DK - maybe we need to rethink the weekly email. The monthly and weekly emails are two different emails.
 - Hannah - had I not looked closely, would have asked "Why am I getting 2 emails 2 days apart?" Ensuring they feel different.
 - DK - a primary use case of the weekly was to ask people to fill shifts, but that is less relevant now
 - DK - Dara will be looking at data and analytics about website and newsletters. She will share information about it in January. We are now pulling people into website in effective ways.
 - Next step - DK will revisit weekly email
- Website (Shen)
 - We broke some links, sorry. We're trying to improve website header. Will try to have better QA in the future.
 - Will publish board meeting minutes.
 - Improve website loading time, especially on mobile.
- Finance (Ray)
 - Two primary goals
 - 1. We can cover our expenses
 - 2. We can invest money into savings, structural investments, and loan payoffs. Has been making great strides and progress. Has enjoyed cross-partnership collaboration and support. But, still need a lot of help.
 - Biggest red flag: taxes
 - Have hired accounting firm to file backtaxes but that will be huge effort.
 - **Need help from anyone with any financial expertise. We need a co-chair and a CPA. Can email Ray or finance@greenhillfood.coop.**
- Ops (Isabella)
 - 17 members
 - Recommendations
 - Recommending a co-chair, esp. work delegation. Emily is excited to implement that in the future.
 - Recommending orientation and onboarding improvements. Work ongoing.
 - Recommending gathering and decluttering all procedural documents in braintrust with IT department. Bring safety and shift procedures into easy access space.
 - Recommending better defining themselves so others can use them more effectively.
 - Excited to see Ops determining working relationship with Marketing Strategy subcommittee.
- Miscellaneous
 - Work requirement (Ray)
 - The reality is that most people on committees contribute more than 2.5 hours every 4 weeks. It is different than shift work. What does work requirement mean?

- FYI
 - Audits for Outreach, Design Build, IT, Governance, Merchandising will be covered in January's meeting.

II. Marketing Long Term Goals Presentation (15 minutes)

- Presented by Matt Boitier of the Communication Strategy subcommittee within Marketing
- Goals
 - 1. Reach \$2M yearly revenues
 - 2 potentially desirable outcomes
 1. Buy our own building - that is an option with the owner, would provide stability
 2. Would be able to better negotiate with suppliers.
 - September: just above \$1M. May reach \$1.1M or \$1.2M this year.
 - Currently we have 380 people purchasing.
 - The average basket size is \$50. We were averaging \$40 in 2019. Hoping to be \$60 in future.
 - Assuming \$60 basket size, would need 650 members to reach \$2M.
 - Potential opportunity: increase online orders given small square footage of grocery store may limit foot traffic
 - 2. Recruit and retain members representative of our values and local community
 - 3. Set up calendar of events early in the year
 - e.g., list all that can occur, let members vote on which they like
 - 4. Improve forecasting
 - Enable us to better focus, prepare, and promote them, including improved data for consideration in Merchandising Committee's purchasing decisions.
 - Help shoppers find products, and at the right time (e.g., informing when inventory arrives). Would help decrease product spoilage.
- These goals are impossible for only Marketing to achieve, but would require collaboration with other committees
- Belinda has offered to connect board with creator of Park Slope Coop's app
- Next steps
 - 1. Create shorter-term goals
 - 2. Identify opportunities to collaborate with other committees
 - Will give more in-depth presentation in future board meeting (Jan or Feb)
- Discussion about calendar
 - DK - calendar would be living document
 - Shen - who are consumers of the calendar? Shoppers and inventory managers would be two different types of consumers.
 - DK - clarification that "calendar" means a list of events, less the actual feature of a calendar on a website
 - Shen - what are its needs? How might we make a calendar digestible to people on the website? Squarespace is not ideal, may need something custom. What are the requirements?
 - Belinda - immediate next step seems to be to simply ideate and collate ideas for what events can be, then ask members to vote. Probably no need for technology investment at this time, can just use a static doc.
 - Renee - believes calendar should list which week (ABCD) we're on.
- Solicit feedback about whether everyone agrees with the 4 goals (DK)

- Positive feedback and general approval on all 4 goals

III. Governance Presentation (15 minutes)

- Presented by Nick
- Introduction/Context
 - The committee's goals includes ensuring the co-op is democratic, accessible, transparent
 - Founding document, by-laws, NY legal code on cooperative corporations, Robert's Rules of Order ([wikipedia article](#))
- Recommendations
 - Agenda publication ahead of general meeting
 - Bylaws prescribe that we must publish agenda 10 days in advance. 7 days would be more reasonable and in line with how we currently distribute the agenda.
 - Proposal: we amend bylaws to require 7 days or 1 week (whichever) in advance of a general meeting. And that we actually do that!
 - Separating agenda and minutes documents
 - The agenda becomes the same document as minutes. Therefore, the agenda has been overwritten as minutes. They ought to be separate documents. Ensures accurate reflection of record.
 - Proposal: create copy of agenda to create document for minutes.
 - Ensuring opportunities to propose changes to minutes
 - Has not recalled board reviewing votes at end of each meeting for last 3 meetings, but it is listed at end of agenda
 - Circulate minutes the following day to governance > board > members
 - Minutes publication on website
 - Website can link to read-only Google Doc
 - Proposal to circulate agenda and separately, minutes, as independent emails to improve transparency and member engagement + understanding of co-op's activities
- Discussion
 - Renee - we've been wanting to do these things for a while
 - DK - when we started, governance was biggest committee at 20 members
 - Shen - opportunity to have a more concrete way of running the meetings, perhaps taking stack ([one description](#)) as a facilitation process
 - Shen - separating agenda and minutes creates more documents, not immediately clear what risk is, can we just say "we didn't get to this"? I'd expect that we'd have same amount of information but consolidated
 - Nick - I don't think we're at any real legal liability. I don't think this adds much clutter. Not proposing adding separate sections on website. Agendas are things circulated. An agenda should be frozen in time as document upon entering a meeting. Minutes are an account of what happened at a meeting. They are different documents. Yes, we can clarify in minutes we didn't get to x or y, that's actually more burdensome to do vigilantly than just copying document.
 - Various - discussion about adopting taking stack as a possible facilitation process in the future. People are open to it, Tal will do some research. Hannah adds that this doesn't require any kind of group vote; it's as Tal feels comfortable.
- Unanimous vote of approval by board to pursue all Governance Committee recommendations above.
 - Relevant committees will follow up offline regarding implementation

Bike Rack 8:50-8:55 (5mins) (Notetaker)

- Minutes approval
 - Hannah - the link above to November's minutes is broken/inaccessible so proposing approval of minutes for both November and December to occur in January.
 - Everyone OK with that.

Closing 8:55-9:00 (5 min)

Board reviews votes at the end of each Meeting

Recap:

- Vote to approve implementation of Governance Committee's recommendations regarding agenda and minutes publication and approval processes, including resolution to amend Article 3.1(a)(i) of the Bylaws at next meeting
 - 5 in favor; passed unanimously
- Vote to approve the 4 long-term goals presented by the Communication Strategy subcommittee of the Marketing Committee
 - 5 in favor; passed unanimously

Reports in writing:

- **Committee Reports [FOLDER](#)**
 - Included: Membership, HR
 -
- **Membership and Finance Report**
 - Monthly Membership report ([link](#))

Summary of report:

Current number of working members (includes parental and medical leaves, does not include any new members in onboarding status)

378

Number of new members, reactivated and deactivated/cancelled last month:

13 new members (includes Zucchini) and reactivated members

51 one month trial members

16 members who cancelled, deactivated or went on General Leave

-3 membership gain or loss since last month