

April 2021 Board of Directors Agenda						
Franklin Community Cooperative						
4/14/2021 6:30pm						
Location: remote video conference						
Facilitator: Rachael Katz			Join Zoom Meeting			
Minutes: Kathy Litchfield						
Timekeeper: Andy Grant						
MINUTES	TIME		AGENDA ITEM	PAGES	ITEM LEAD (S)	GOAL/OUTCOME
30 min.	6:00		Zoom session opens for tech assistance, coaching, schmoozing			gather, address technical concerns/questions
10 min.	6:30	1	Welcome, Introductions & Announcements			welcome, introduce and announce
		2	Open Forum			hear/record owner input
		3	Agenda Review	1		approve/modify
2 min.	6:40	4	Good Meeting Reminder		Board Dev. Committee	guidance for improved Board effectiveness
5 min.	6:42	5	President report	2-3	Margaret (Pres)	update on approaches to role, intro to consent agenda
15 min.	6:47	6	Annual Meeting debrief	4-7	Emily (MEC)	Board reflection on AM
10 min.	7:02	7	GM FYI Report	8-12	John (GM)	Board apprised of pertinent updates
5 min.	7:12	8	break #1!			refresh for middle section
50 min.	7:17	9	Executive Session: real estate		John (GM)	confidential discussion of real estate matters
5 min.	8:07	10	break #2!			refresh for final s-t-r-e-t-c-h
20 min.	8:12	11	L2 Staff Treatment; L3 Compensation & Benefits	13-39 & 40-47	John (GM)	Board conduct GM monitoring process
2 min.	8:32	12	Special Meeting update	48	Emily (MEC)	affirm timing for SM
2 min.	8:34	13	Preferred Shares FAQs	49-51	Rachael (PBRC)	FYI re committee work
1 min.	8:36	14	BDC FYI report	52	Peter (BDC)	FYI re committee work
2 min.	8:37	15	Board Budget	53	Annie (Treas.)	FYI re 1st qtr. numbers
1 min.	8:39	16	General Annual Calendar	54-55	Margaret (Pres)	approve calendar as guide for work
2 min.	8:40	17	Board Schedule	56	George (VP)	approve meeting dates for year
1 min.	8:42	18	Minutes for 3/17	57-64	Bob (Clerk), Kathy (Admin.)	approve/modify minutes
5 min.	8:43	19	Meeting Evaluation			reflect upon and hone group process
		X	Officers' Reports to be shared with Kathy after the meeting for inclusion in minutes		Margaret, Geo., Annie, Bob	sharing of officer activity since last reg. BOD mtg.
NEXT MEETING: Wed. 5/12 via Zoom						

President's Report to the FCC Board

Margaret Cooley, April 2021

This report is to share with the Board some of where I have been focusing my energy as I step into the role of President. I'm grateful to George for his patient imparting of institutional memory and practices (and carrying out multiple tasks as Vice-President!), as well as to many of you for offering and providing support as I undertake this role. In recent board practice, monthly reports from officers have been submitted after each board meeting and are subsequently added to the minutes of the meeting. I don't anticipate reporting at length each meeting; this month I simply want to share a bit more context as I start out.

I participated in the most recent Board Development Committee meeting and expect to continue to consult regularly with BDC. As you will see in the BDC report (and reflected in its charge), the committee serves as a good place for testing ideas related to agenda-setting, sharing observations of the Board's functioning, and working to identify possible shifts or improvements in our Board work.

As time and energy allows, I also hope to convene a meeting of committee chairs and a meeting of those who serve as meeting facilitators, to learn more about their experiences and what ways the agendas of Board meetings might better serve them and the Board as a whole. And thus, our co-op!

In the meantime, you may notice slight shifts in approaches to the agenda. Some of them are minor, like tweaks to the format of the actual document. Others may seem more significant - like introducing a consent agenda. Please see the below explanation of consent agendas and the rationale for using them. For this month, I have placed almost all of the procedural items at the end of the agenda to encourage less time on them and to demonstrate what is likely to be in consent agendas in the future.

In the Board's conversation preparing for the GM evaluation earlier this year, we were excited to discover that we saw possibilities for our own growth as a board that would in turn be more supportive to the GM, and could also strengthen the Board/GM relationship. One area we identified was working with John to revise how we approach the Ends and Executive Limitations monitoring reports. One example is changing the reporting cycle in order to be more current (using, for instance, an Ends report that refers to the year the evaluation covers rather than the year prior to it). I anticipate that we will delegate a working group in the coming months to carry this forward.

Whether you are a newbie or longer-serving board member, I hope you'll reach out with questions and thoughts any time. It's a joy to be working with each of you. Above all, I hope that we as a board can grow more fully into a focus on strategic and long-term thinking. And that we can find meaningful ways to engage members and the wider community in those efforts.

Activities since previous Board meeting:

- Attended National Food Cooperatives Association (NFCA) Annual Meeting (virtual)
- Met with General Manager (GM) to begin working relationship as new officer, and to review agenda items for upcoming meeting
- Met with Vice-President George multiple times to learn more about policies and practices of President role and to discuss items for follow-up
- Touched base with each committee chair in preparation for board meeting
- Met with Board Development Committee (BDC) to discuss possible minor adjustments or new approaches to how the board performs its work
- Anticipated prior to meeting: meet with Columinate consultant (Mark Goehring) and board meeting facilitator (Rachael) to review agenda

(See consent agenda information on next page)

CONSENT AGENDA

Beginning with the Board meeting in May, I plan to introduce the use of a consent agenda at each board meeting. The overall goal of a consent agenda is to allow more spaciousness in our board meetings for consideration of long-term planning and strategic conversations.

A consent agenda is not intended to silence voices or avoid deliberation on important topics. It is intended to avoid spending unnecessary time on non-controversial matters that don't require significant discussion, and helps prioritize items that need more extensive full-board deliberation.

Consent agenda process:

- The consent agenda appears as a single item on the meeting agenda, with a sub-listing of the items included (see below for an example).
- Routine items and reports are made available in the packet prior to a board meeting, and are clearly identified as items on the consent agenda. These items are then simply accepted or approved all at once, not read aloud or discussed, during the meeting.
- Board members take individual responsibility for reviewing those items in advance of the meeting, and if they have questions about a particular item, they may approach the contact person listed for that item to discuss their question prior to the board meeting.
- If they feel their question or concern is not adequately resolved, they may ask the president to remove that particular item from the consent agenda so that it can be discussed openly during the board meeting. In such a case, the president is ideally notified *before* the meeting about the request to remove the item from the consent agenda.

Here is an example of what could potentially have been on the consent agenda for our April meeting:

CONSENT AGENDA ITEMS	CONTACT PERSON	ACTION
March Board meeting minutes	Bob (Clerk)	Approve
MEC update re Special Meeting	Emily (MEC)	Approve
P&BRC Preferred Shares FAQs update	Rachael (P&BRC)	Accept
Board Budget update	Annie (Treasurer)	Accept
General Annual Calendar	Margaret (Pres)	Approve
Board Meeting schedule	George (Vice-Pres)	Approve

Resources to learn more about the use of consent agendas:

<https://www.boardeffect.com/blog/what-is-a-consent-agenda-for-a-board-meeting/>

<https://boardsource.org/resources/consent-agendas/>

Relevant FCC Board Policies:

- G1.5.1 We will use board meeting time only for work that is the whole Board's responsibility. We will avoid committee issues, operational matters, and personal concerns.
- G1.5.3 The Board meeting agenda will be determined by the Board president, and may be modified at the meeting by a majority vote...
- G1.5.5The president is accountable to the Board as a whole for effective, efficient, and productive meetings and will include meeting evaluation in every Board meeting agenda.
- G3.3 Throughout the year, the Board will attend to consent agenda items as expeditiously as possible.

Annual Meeting 2021, Evaluations (summary)

worked well:

- Keynote presentation was great!
- Brief Officers' reports were concise and informative
- ability to participate - fairly easy
- Facilitation - "Awesome!", and more ...
- Timing of the whole - good

needs more work:

- Pre-meeting links for info, voting, meeting Zoom link were all hard to find
- Break-out session was too short, so not too satisfying
- only 4 people sent email addresses for follow-up work

suggestions:

- Registration ahead of time
- Easier access to links and info
- More Tech advisors on hand
- Keeping mouse still during screen-sharing
- All Officers' reports in the Member Forum ahead of meeting
- Make Member Forum more user-friendly, with easy sign-up and clear categories for finding things -

Was this your first time attending an Annual Meeting?	What went well for you?	What could have been better?	On a scale from 1-5: How easy was it for you to access information and links about voting?	On a scale from 1-5: How easy was it for you to access information and links about the annual meeting?	How easy was it to sign in to the Zoom meeting?	How easy was it for you to participate in the meeting?	Do you have suggestions for ways to improve the technical aspect of a virtual meeting?	Any other ideas or comments you would like to offer?	If you are interested in being part of a Coop member working group to address Justice, Equity, Diversity and Equality, add your name and email address here. The MEC will contact you soon!
nope	tech ha!	tech ha!	1		5	5	registration!		
No	seeing everyone - the preseatation by Leah was extraordinary!	none	5	5	5	5	well done!		MJ Adams; mjadams9@msn.com
No	Keynote! Brief officers reports. Enjoyed the 1-1 conversation after keynote.	More on expansion.	5	2	4	4			pagarbus@gmail.com Peter Garbus
No	Leah Penniman	?	4	5	5	5	?		John Waite, johnw@fccdc.org
No	I liked that I could participate at the level that felt comfortable (without video). I enjoyed receiving information from the presentations.	This is not meeting-specific but I never received my password for voting. I don't know why that would have happened but I was glad that Bob Sagor was able to manually enter my vote.	1	5	4	4	Please instruct whomever is screen sharing to keep their mouse still during the sharing. Especially when showing a video it's very distracting to see the mouse moving around.		
no	all went well. thank you!		4	5	5	5			lbenander@gmail.com Lynn Benander
no	the keynote was inspiring and moving, the financial report was very clear		5	5	5	5	no	no	
No	The major speaker was fantastic, and I'm impressed with the new members of our board.	I think we all have become a little more adept at checking in to an online meeting: adding our member number to my name, etc.	1	1	5	4	I don't know enough	It was a long meeting! Thanks to Andy for inviting Leah Penniman to speak	
no	Leah Penniman and her video	full screen for the speakers (not just half screen, shared with a "host")	4	4	2	3	techies might advise		suzannec@crocker.com

no	loved the keynote.	I could not find the link to vote. But think I might have voted on line. And it was not easy to rename myself to include my member number.	1	3	3	3	Nah, it was an unprecedented situation. I understand.	
No	Awesome facilitation under difficult circumstances, loved Leah's keynote	I didn't have much energy left for the breakout and none of us remembered what the questions were. I missed the cupcakes! Oh well :)	5	5	5	5	Idunno unique signins so people don't have to figure out how to add their member number?	Is the annual report available somewhere? Would love to but swamped right now.
No. Have attended them every year since 2008	Good timing. Helpful information. Personable yet business-like.	Having John Williams there with a report on the expansion (and our moving into old Wilson's)	5	3	3	5	Not really. Just keep practicing	You did a great job. This was an excellent keynote, excellent, inspiring, motivating, essential
No	Leah Pennimen's presentation and the treasurer's report - both excellent	Would have liked to have John Williams attending to answer any questions	3	5	5	4		More clarity and easier access to the ByLaw proposals and candidates on the Website
No	I appreciate how difficult the logistics were	It is always long, and that is challenging for me.	4	4	4	4	Not smart enough to make a suggestion	Can't we figure out how to make it shorter? The presentation was great but an overload of information. If you went to the forum, it was redundant. Maybe there could be two start times so those that went to the forum could start later?

No	Everything! This meeting was stellar! I loved our facilitator's upbeat, fun and light attitude--contagious and disarming! Loved the food justice part, too--with Leah Penniman--excellent exposure to/reminder of/ the depth of history and the pressing issues that need healing and restoration now.....I found this educational piece to be really catalyzing.	Nothing--it was "perfectly imperfect" exactly the way it rolled out--just like regular life. Humans being human, humans being patient and kind when things are not ideal--that is the best tonic for our times!.	5	3	5	5	<p>One suggestion: is it possible to send us the link to the meeting--more directly? eg., the day before, and an hour before the meeting? and also instead of instructions saying "go to the member forum" at the website--just take us to the link! Because--the member forum was nowhere to be found--not by me, anyway. It must be buried somewhere! In any case, when it came time for the meeting, I spent 20 minutes searching for the link to the meeting. Also--having the link in the paper letter--not that helpful--it is SO LONG and easy to make a mistake if trying to copy and type out a link like that--un-necessary. I guess I am not on any list for newsletter that comes from the co-op...so I was scrambling!!</p> <p>Otherwise, though--seemed like normal tech issues that happen--happened. Just the way it is! Not a big deal.</p>	I felt the sincerity, the thoughtfulness, the caring, the competence and the teamwork that went into this meeting---and thank you, each one of you! For everything you do on behalf of growing and tending this beloved co-op.
no	Leah Penniman's intro & Soul Fire Farm keynote.	Breakout rooms at end clunky, had little time to meet with other member-owners.	5	5	5	4	<p>Clearer & easier access to meeting link.</p>	Appreciated the positive spirit of a lot of us gathering together again! Felt like community!

Sales

March		2021	2020	Change		March	Budget	Variance	YTD Actual	YTD Budget	Variance
GFM	Sales	\$720,507	\$876,462	-17.79%	GFM	\$720,507	\$736,131	(\$15,624)	\$4,065,647	\$4,354,460	(\$288,813)
	Customers	20190	24687	-18.22%	MCC	\$165,160	\$162,423	\$2,737	\$953,890	\$934,817	\$19,073
	Baskets	\$35.69	\$35.50	0.52%	FCC	\$885,667	\$898,554	(\$12,887)	\$5,019,537	\$5,289,277	(\$269,740)
MCC	Sales	\$165,160	\$185,741	-11.08%							
	Customers	5975	7398	-19.23%							
	Baskets	\$27.64	\$25.11	9.17%							
FCC	Sales	\$885,667	\$1,062,203	-16.62%							
	Customers	26165	32085	-18.45%							
	Baskets	\$33.85	\$33.11	2.20%							

- Up against peak pandemic spending.
- Highest Cust counts since initial lockdown
- Going against pandemic comp #'s going forward

2020 Monthly comparison- Covid 19 impact Data & Charts

GFM % of Sales				
	March	YTD	FY 20	FY 19
Sales: Bakery	6.06	7.00	6.82	7.60
Sales: Cheese	2.75	2.99	2.87	2.69
Sales: Meat/Fish	6.12	5.97	5.51	4.58
Sales: Grocery Bulk	10.61	11.15	12.04	11.23
Sales: Grocery Dairy	8.04	8.30	7.86	7.11
Sales: Grocery Dry Goods	24.65	24.81	23.49	20.72
Sales: Grocery Frozen	3.32	3.37	3.19	3.09
Sales: Prepared Foods	13.38	12.14	13.75	19.27
Sales Produce	16.98	16.09	15.56	14.17
Sales: Wellness Body Care	3.12	3.31	3.59	3.40
Sales: Wellness General Mdse	1.01	1.22	0.65	0.80
Sales: Wellness Supplements	6.58	6.85	7.55	8.23

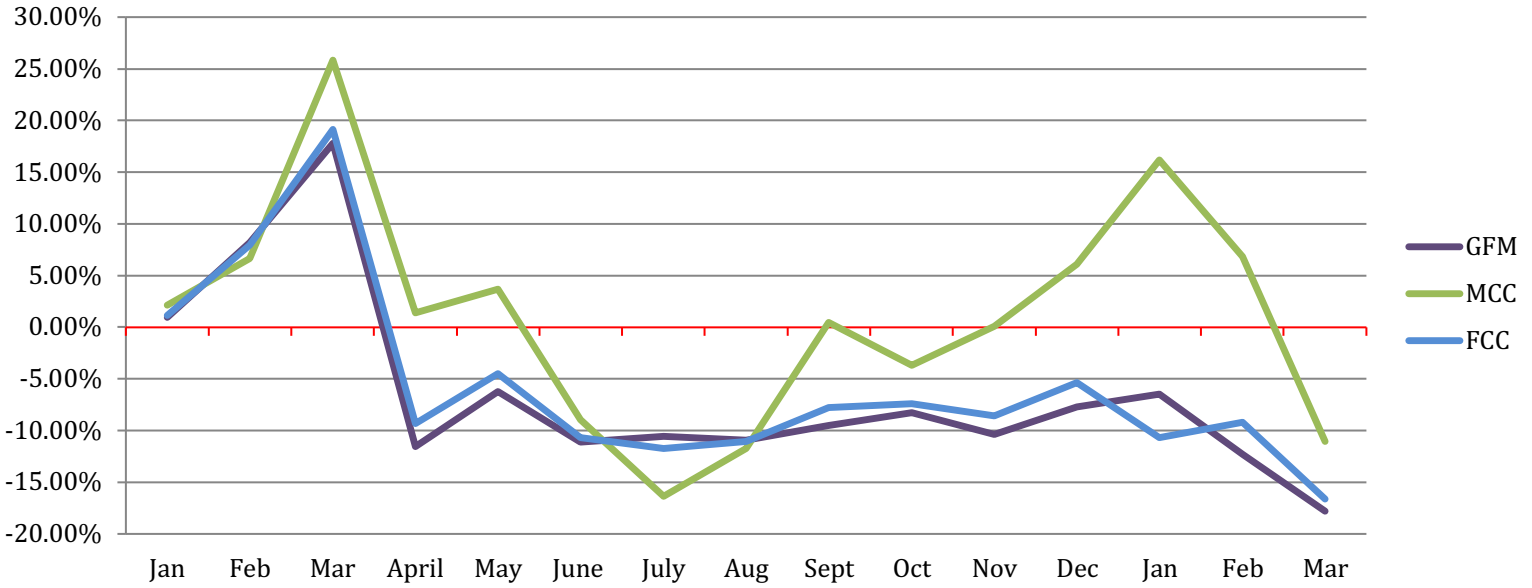
MCC % of Sales				
	March	YTD	FY 20	FY 19
Sales: Bakery MC	4.96	5.12	5.92	7.47
Sales: Cheese MC	4.21	4.58	4.48	4.14
Sales: Meat/Fish MC	7.21	7.05	6.70	5.42
Sales: Grocery Bulk MC	11.03	10.71	10.72	10.25
Sales: Grocery Dairy MC	8.22	8.43	8.04	7.61
Sales: Grocery Dry Goods MC	29.50	29.40	28.12	25.65
Sales: Grocery Frozen MC	5.44	5.45	5.45	4.64
Sales: Grocery Wine/Beer MC	8.04	8.52	8.66	8.09
Sales: Prepared Foods MC	4.05	2.80	5.01	9.95
Sales: Produce MC	14.70	13.29	13.57	13.27
Sales: Wellness Body Care MC	1.01	1.35	1.79	1.48
Sales: Wellness Genl Mdse MC	1.00	0.78	0.71	0.92
Sales: Wellness Supplements MC	2.32	2.42	2.75	3.27

=Noted YTD Variances

- Prepared foods dept has begun gaining traction
- Meat/Fish & Produce continues to perform well above pre pandemic #'s
- Dry Grocery remains the core Dept
- PFD will continue to grow as outdoor seating is open and equipment investments to complete full Grab n'go conversion in April

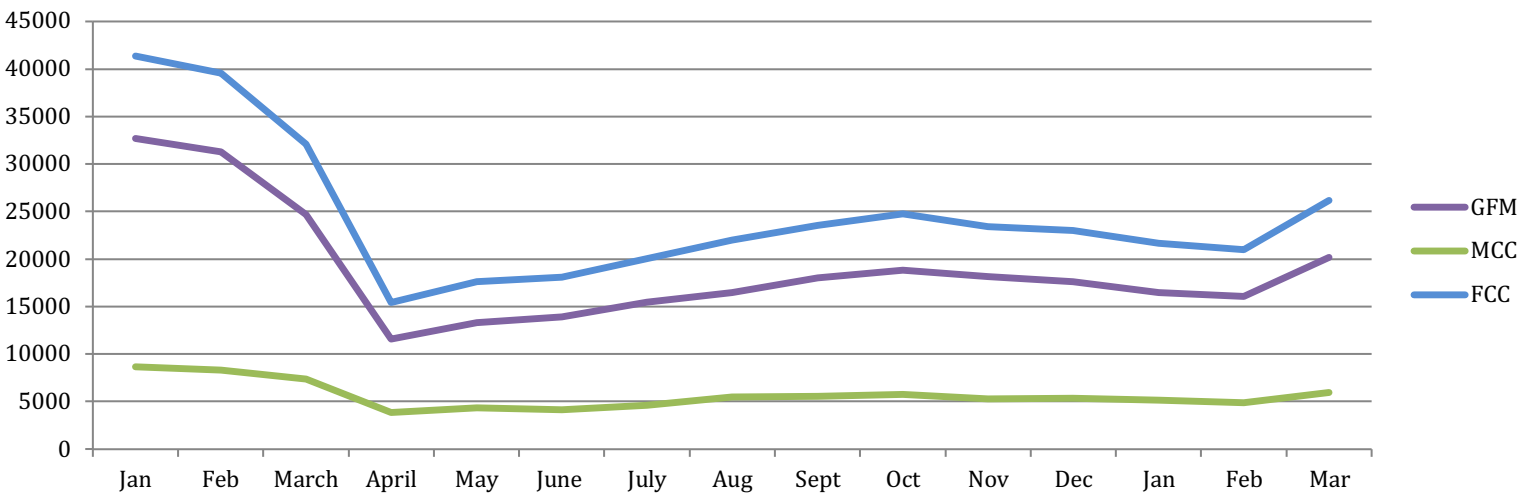
		Comp Sales		Customer counts			Baskets size		
		+/- %	2020	2019	+/- %	2020	2019	+/- %	
February	GFM	8.20%	31268	30430	2.75%	\$23.03	\$21.87	5.30%	
	MCC	6.67%	8292	8177	1.41%	\$16.90	\$16.06	5.19%	
	FCC	7.95%	39560	38607	2.47%	\$21.75	\$20.64	5.35%	
March	GFM	17.80%	24687	35754	-30.95%	\$35.46	\$20.79	70.60%	
	MCC	25.84%	7398	9651	-23.34%	\$25.46	\$15.51	39.08%	
	FCC	19.14%	32085	45405	-29.34%	\$33.16	\$19.67	40.69%	
April	GFM	-11.53%	11579	35506	-67.39%	\$57.46	\$21.18	171.30%	
	MCC	1.39%	3863	10009	-61.40%	\$40.43	\$15.39	162.70%	
	FCC	-9.33%	15422	45515	-66.07%	\$53.20	\$19.91	167.25%	
May	GFM	-6.24%	13277	35781	-62.89%	\$53.55	\$21.19	152.69%	
	MCC	3.67%	4327	10604	-59.19%	\$38.75	\$15.25	154.07%	
	FCC	-4.49%	17604	46385	-62.05%	\$49.91	\$19.83	151.65%	
June	GFM	-11.09%	13916	33900	-58.95%	\$45.62	\$21.06	116.58%	
	MCC	-8.94%	4172	10366	-59.75%	\$34.44	\$15.22	126.24%	
	FCC	-10.70%	18088	44266	-59.14%	\$43.04	\$19.70	118.53%	
July	GFM	-10.57%	15457	33625	-54.03%	\$41.26	\$21.21	94.54%	
	MCC	-16.36%	4608	11165	-58.73%	\$31.96	\$15.77	102.65%	
	FCC	-11.72%	20065	44790	-55.20%	\$39.12	\$19.85	97.07%	
August	GFM	-10.91%	16479	33286	-50.49%	\$37.64	\$20.92	79.94%	
	MCC	-11.70%	5482	11115	-50.68%	\$27.20	\$15.19	79.03%	
	FCC	-11.07%	21961	44401	-50.54%	\$35.04	\$19.49	79.80%	
September	GFM	-9.50%	17995	33061	-45.57%	\$35.68	\$21.46	66.28%	
	MCC	0.48%	5564	10281	-45.88%	\$26.79	\$14.43	85.66%	
	FCC	-7.77%	23559	43342	-45.64%	\$33.58	\$19.79	69.68%	
October	GFM	-8.24%	18797	35202	-46.09%	\$35.97	\$21.14	70.19%	
	MCC	-3.70%	5753	10631	-45.88%	\$27.34	\$15.36	77.94%	
	FCC	-7.42%	24732	45833	-46.04%	\$33.97	\$19.80	71.56%	
November	GFM	-10.35%	18137	32726	-44.58%	\$37.34	\$23.08	61.76%	
	MCC	0.12%	5267	9269	-43.18%	\$29.30	\$16.63	76.19%	
	FCC	-8.58%	23404	41995	-44.27%	\$35.53	\$21.66	64.05%	
December	GFM	-7.72%	17619	31533	-44.13%	\$40.71	\$24.65	65.16%	
	MCC	6.07%	5365	8548	-37.24%	\$31.55	\$18.67	69.00%	
	FCC	-5.37%	22984	40081	-42.66%	\$38.57	\$23.37	65.02%	
		Comp Sales		Customer counts			Baskets size		
		+/- %	2021	2020	+/- %	2021	2020	+/- %	
January	GFM	-6.48%	16479	32691	-49.59%	\$39.57	\$22.34	77.14%	
	MCC	16.17%	5190	8671	-40.15%	\$30.51	\$15.72	94.09%	
	FCC	-10.71%	21669	41362	-47.61%	\$37.40	\$20.95	78.52%	
February	GFM	-12.28%	16085	31268	-48.56%	\$39.07	\$22.91	70.52%	
	MCC	6.85%	4878	8292	-41.17%	\$30.46	\$16.77	81.63%	
	FCC	-9.17%	20963	39560	-47.01%	\$37.40	\$21.62	71.41%	
March	GFM	-17.79%	20190	24687	-18.22%	\$35.69	\$35.50	0.52%	
	MCC	-11.08%	5975	7398	-19.23%	\$27.64	\$25.11	9.17%	
	FCC	-16.62%	26165	32085	-18.45%	\$33.85	\$33.11	2.20%	

Sales Comp %



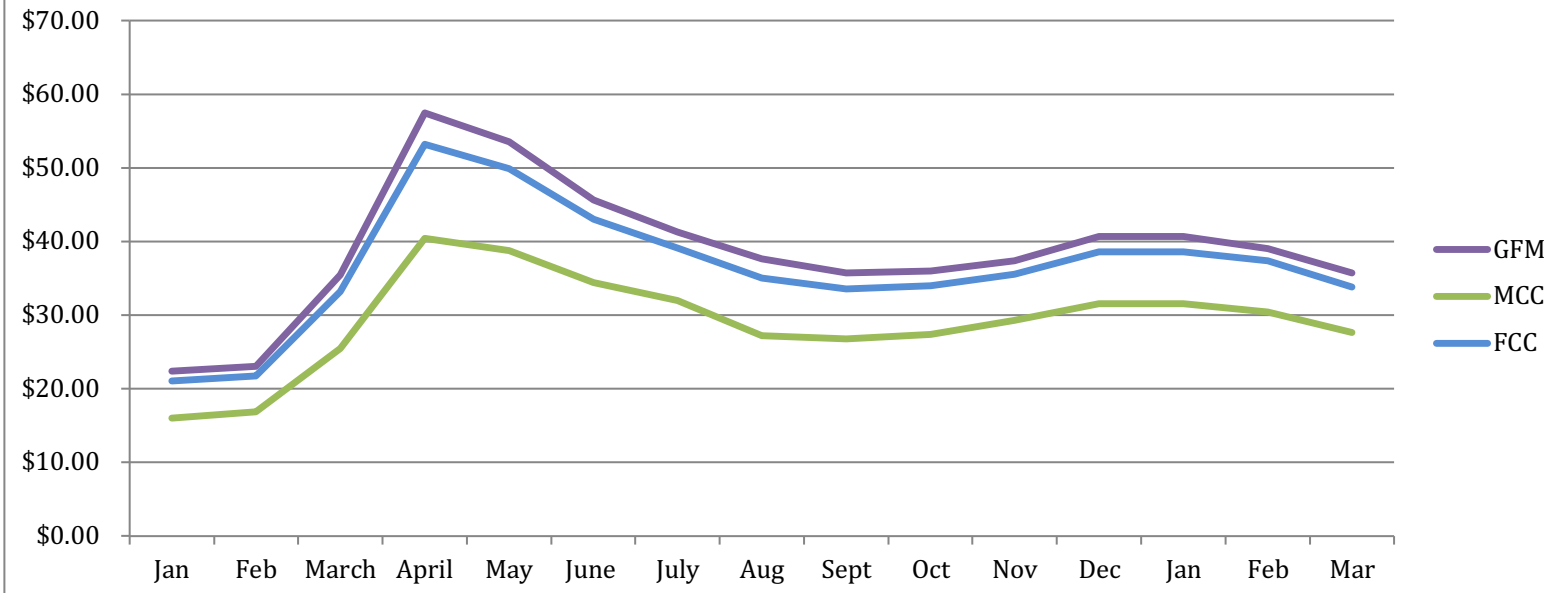
Sales %	Jan	Feb	Mar	April	May	June	July	Aug	Sept	Oct	Nov	Dec	Jan	Feb	Mar
GFM	0.98%	8.20%	17.80%	-11.53%	-6.24%	-11.09%	-10.57%	-10.91%	-9.50%	-8.24%	-10.35%	-7.72%	-6.48%	-12.28%	-17.79%
MCC	2.13%	6.67%	25.84%	1.39%	3.67%	-8.94%	-16.36%	-11.70%	0.48%	-3.70%	0.12%	6.07%	16.17%	6.85%	-11.08%
FCC	1.16%	7.95%	19.14%	-9.33%	-4.49%	-10.70%	-11.72%	-11.07%	-7.77%	-7.42%	-8.58%	-5.37%	-10.71%	-9.17%	-16.62%

Customer counts



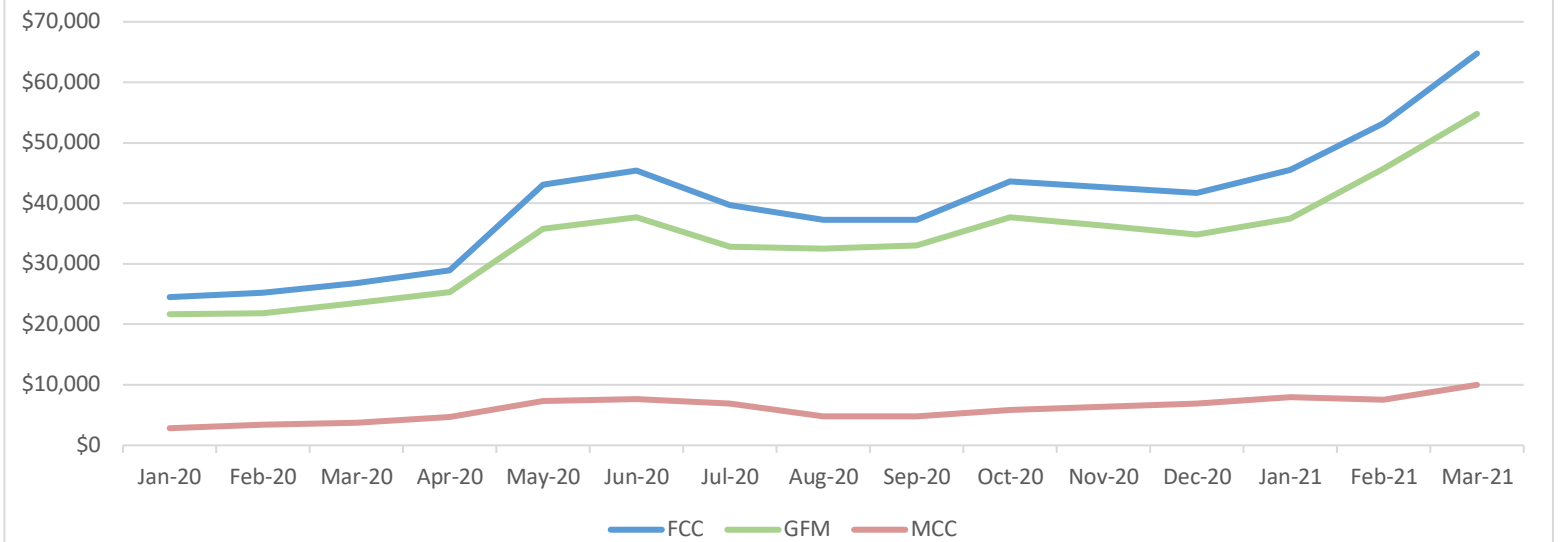
Cust Counts	Jan	Feb	March	April	May	June	July	Aug	Sept	Oct	Nov	Dec	Jan	Feb	Mar
GFM	32691	31268	24687	11579	13277	13916	15457	16479	17995	18797	18137	17619	16479	16085	20190
MCC	8671	8292	7398	3863	4327	4172	4608	5482	5564	5753	5267	5365	5190	4878	5975
FCC	41362	39560	32085	15422	17604	18088	20065	21961	23559	24732	23404	22984	21669	20963	26165

Basket Size



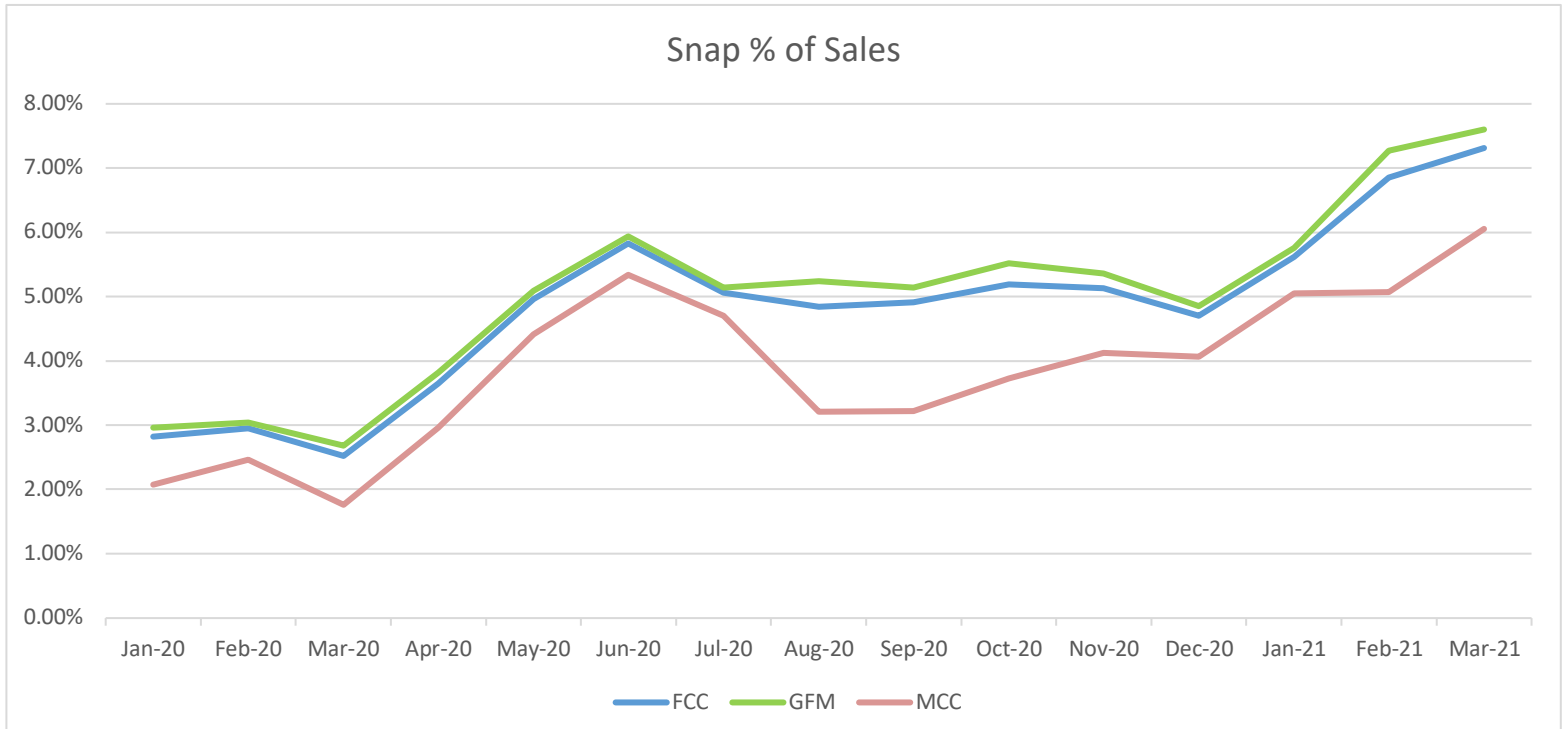
Baskets	Jan	Feb	March	April	May	June	July	Aug	Sept	Oct	Nov	Dec	Jan	Feb	Mar
GFM	\$22.38	\$23.03	\$35.46	\$57.46	\$53.55	\$45.62	\$41.26	\$37.64	\$35.68	\$35.97	\$37.34	\$40.71	\$40.71	\$39.07	\$35.69
MCC	\$16.01	\$16.90	\$25.46	\$40.43	\$38.75	\$34.44	\$31.96	\$27.20	\$26.79	\$27.34	\$29.30	\$31.55	\$31.55	\$30.46	\$27.64
FCC	\$21.05	\$21.75	\$33.16	\$53.20	\$49.91	\$43.04	\$39.12	\$35.04	\$33.58	\$33.97	\$35.53	\$38.57	\$38.57	\$37.40	\$33.85

Snap Sales \$



Snap \$	Jan-20	Feb-20	Mar-20	Apr-20	May-20	Jun-20	Jul-20	Aug-20	Sep-20	Oct-20	Nov-20	Dec-20	Jan-21	Feb-21	Mar-21
FCC	\$24,477	\$25,198	\$26,760	\$28,892	\$43,085	\$45,397	\$39,726	\$37,262	\$37,303	\$43,589	\$42,619	\$41,713	\$45,509	\$53,244	\$64,767
GFM	\$21,650	\$21,781	\$23,487	\$25,258	\$35,781	\$37,720	\$32,800	\$32,474	\$33,003	\$37,716	\$36,261	\$34,825	\$37,513	\$45,709	\$54,767
MCC	\$2,827	\$3,417	\$3,723	\$4,634	\$7,304	\$7,677	\$6,926	\$4,788	\$4,800	\$5,873	\$6,358	\$6,888	\$7,996	\$7,535	\$10,000

• Highest historical snap #'s



Snap %	Jan-20	Feb-20	Mar-20	Apr-20	May-20	Jun-20	Jul-20	Aug-20	Sep-20	Oct-20	Nov-20	Dec-20	Jan-21	Feb-21	Mar-21
FCC	2.82%	2.95%	2.52%	3.65%	4.96%	5.83%	5.06%	4.84%	4.91%	5.19%	5.13%	4.70%	5.62%	6.85%	7.31%
GFM	2.96%	3.04%	2.68%	3.82%	5.09%	5.94%	5.14%	5.24%	5.14%	5.52%	5.35%	4.86%	5.75%	7.27%	7.60%
MCC	2.07%	2.46%	1.76%	2.96%	4.41%	5.34%	4.70%	3.21%	3.22%	3.73%	4.12%	4.07%	5.05%	5.07%	6.05%



To: John Williams, General Manager, Franklin Community Co-op
From: Kim Fulks, HR Manager, Franklin Community Co-op

Franklin Community Co-op Policy Compliance Report for L2 2020 Employee Survey

PART ONE – EMPLOYEE SURVEY SUMMARY

SURVEY PURPOSE

This employee survey was conducted to:

- Obtain accurate, non-anecdotal data on staff satisfaction at Franklin Community Co-op
- Identify the co-op's strengths and weaknesses as an employer
- Identify areas for improvement in communications and operations
- Provide data for monitoring compliance with Board policies on L2 Staff Treatment and L3 Compensation & Benefits
- Provide a benchmark for future improvements in employment conditions.

SURVEY METHODOLOGY

Due to the ongoing COVID-19 pandemic and in an abundance of caution for the safety of all involved, the survey was conducted in house. Aside from being an active staff member, the only prerequisite for participation was the completion of 60 days employment as of January 15, 2021. The database for this survey consists of 50 staff members, constituting 62% of eligible staff members, i.e. those who had completed 60 days of employment at Franklin Community Co-op as of January 15, 2021.

Respondents need not respond to every item on the survey for their completed responses to be counted.

The survey format utilized 52 questions, 50 of which were forced choice Likert scale ranging from "strongly agree" to "no value/no opinion." Questions could be skipped as the participant saw fit.

- 5 Strongly agree
- 4 Agree
- 3 Partly agree/partly disagree
- 2 Disagree
- 1 Strongly disagree
- No value No opinion

The remaining two questions were free form and directly associated with the COVID-19 pandemic.

The survey was administered online via Survey Monkey, an online platform. Only the HR Manager had access to online survey set-up, including eligible participant email addresses to distribute the link necessary for participation. Confidentiality was maintained as the HR Manager was the only person with access to the password. Any and all potentially identifying information was redacted prior to data analysis.

The survey software calculated average (mean) scores from these responses. Responses of "No Opinion" were not used in the averaging. Two free form questions concerning COVID-19 were added at the end of the survey.

Interpretation of Scores

Based on experience with prior surveys conducted by Columinate, We utilized the same scoring matrix which is as follows:

Mean average	Indication
4.00 – 5.00	Very high satisfaction
3.50 – 3.99	Average satisfaction
3.00-3.49	Declining levels of satisfaction
0.00 - 2.99	Outright dissatisfaction

Standard deviation is a statistical tool that helps to interpret survey results regarding how far the responses are from average score. High standard deviation (1.10 or more) indicates that there is a wide diversity of opinion among survey participants on a particular question, while low standard deviation (.80 or less) shows that there is general agreement on a response. High and low standard deviations are neither good nor bad in themselves, but they can shed light on a survey score.

On questions related to a particular policy, we consider a score of 3.25 to be the minimum to demonstrate compliance. That score would indicate that more employees agree with the question than disagree. However, for questions involving discrimination and harassment on the basis of status in a protected group, we consider 3.75 to be a minimum score to demonstrate compliance. This is because it is possible for a minority to feel discrimination of which the majority is unaware.

In addition, standard deviation is considered along with average score as one of the recommended standards for questions about discrimination or harassment on the basis of status in a protected group. This is because it is possible for a minority to feel discrimination of which the majority is unaware. A high score could mask the existence of such a minority opinion unless standard deviation is considered, too.

The standards for scores demonstrating compliance have been developed in collaboration with the Cooperative Board Leadership Development program.

Keep in mind that surveys measure perception, not facts. The purpose of this survey is not to evaluate the actual employment practices of Franklin Community Co-op. Rather, the survey measured employee agreement with statements about their employer.

Survey Results

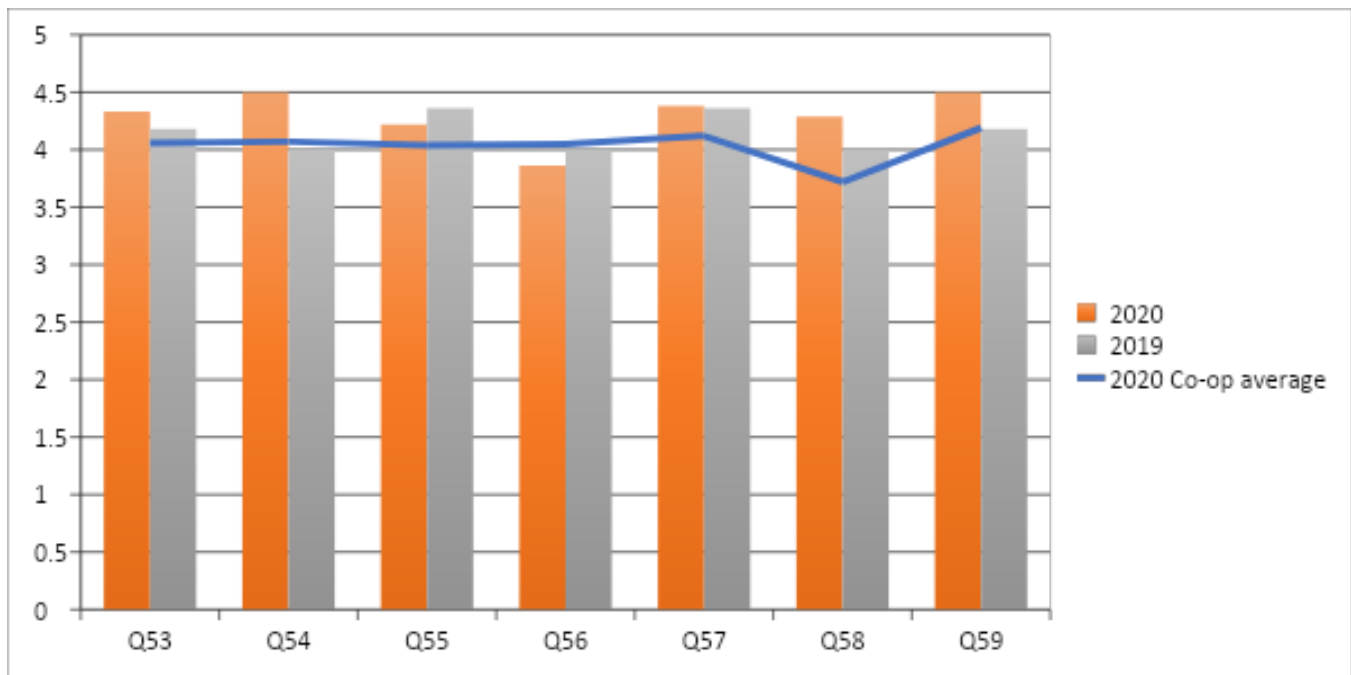
Each of the 50 participants answered 52 questions equaling 2,600 responses to individual questions. Out of the 52 questions on the survey that asked for agreement or disagreement, all questions had the most common response as, "Agree." The breakdown of cumulative agree/disagree selections is as follows:

Cumulative Responses to Questions	
Strongly Agreed	23%
Agreed	32%
Partly Agree/Disagree	15%
Disagree	24%
No Opinion	6%

These scores indicate that overall employee satisfaction at Franklin Community Co-op remains relatively high.

GM Supervision

The chart below shows the scores on questions related to supervision for the group of staff who report to the GM. The line shows the average score co-op-wide, while the bars show the scores given by those reporting to the GM. As you can see, scores here are quite good. All but one area is above the organizational mean and all are above 4 indicating high levels of satisfaction. The following questions correspond to the chart below:



Q53	My department manager lets me know what is expected of me.
Q54	I get helpful, timely feedback from my department manager so that I can improve my performance.
Q55	My department manager's decisions are fair and consistent even if I don't always agree with them.
Q56	My department manager lets me know when I've done a good job
Q57	My department manager encourages us to share our ideas, suggestions and concerns
Q58	My department manager promptly addresses performance problems in my department.
Q59	My department manager acts as part of the management team to uphold co-op policies.

PART TWO – POLICY COMPLIANCE

For each policy, if a management interpretation of that policy exists, I will cite that.

Then in a table I will list:

- ◆ the employee survey questions that directly relate to the policy or management interpretation of the policy
- ◆ the recommended standard for compliance
- ◆ the score on the question
- ◆ whether the score indicates compliance with the policy (following the recommended standard)
- ◆ For informational purposes, I included scores from the 2019 policy compliance survey.

Policy L2: Staff Treatment,

Last Revised: June 27, 2018

I report compliance with all parts of this policy.

Unless indicated otherwise all information is accurate as of November 1, 2019

I certify that the information contained in this report is true.

Signed _____, General Manager

L2 Global: With respect to treatment of paid and volunteer staff, the General Manager will not cause or allow conditions which are unfair, unsafe or unclear.

Interpretation: *The Co-op should be an excellent workplace, with these limitations setting out minimal aspirations. Compliance with the top-level policy stipulations concerning fairness and clarity will be achieved when compliance with the sub-policies is established.*

Unfair conditions are the application of inconsistent expectations, procedures, or treatment by managers or the coop as a whole. We demonstrate compliance by tracking reported and observed incidents of inconsistent treatment, follow-up, corrective action where needed, and by employing standard practices in setting compensation, hiring, training, disciplining, and evaluating staff.

Safe working conditions are determined both by staff perceptions of safety and objective assessments of 3rd party inspectors and auditors. Unsafe conditions are any condition where people are injured, harassed, or suffer from violations of safety regulations as defined by OSHA, through negligence, willful actions, or lack of appropriate training.

Unclear conditions means that conflicting information or direction is given by supervisors or work responsibilities are not explained

Data: unfair

	Compliance benchmark	2020 Scores	Does data indicate compliance? Y/N	FYI 2019 Scores
<i>Q9. To the best of my knowledge, corrective action is handled fairly and consistently throughout the co-op.</i>	Score of 3.25 or above	3.54	Y	3.45
<i>Q32. Department expectations are upheld in a fair and consistent way for all department employees.</i>	Score of 3.25 or above	3.83	Y	3.60
<i>Q55. My department manager's decisions are fair and consistent even if I don't always agree with them.</i>	Score of 3.25 or above	4.04	Y	3.96

Data: Unsafe

	Compliance benchmark	2020 Scores	Does data indicate compliance? Y/N	FYI 2019 Scores
<i>Q20. The physical working environment (parking lot, work space, equipment, rest rooms, etc.) is safe.</i>	Score of 3.25 or above	3.71	Y	3.71
<i>Q22. I have been informed of the co-op's accident, store security and safety procedures.</i>	Score of 3.25 or above	3.88	Y	3.67
<i>Q21. Safety concerns are addressed promptly and effectively.</i>	Score of 3.25 or above	3.71	Y	3.67

Data: Unclear

	Compliance benchmark	2020 Scores	Does data indicate compliance? Y/N	FYI 2019 Scores
<i>Q42. I have a job description that clearly outlines my responsibilities.</i>	Score of 3.25 or above	4.06	Y	3.80
<i>Q44. I am clear on the criteria used to evaluate my job performance.</i>	Score of 3.25 or above	3.72	Y	3.55
<i>Q14. I have access to the information I need to do my job.</i>	Score of 3.25 or above	4.08	Y	3.95
<i>Q45. My department manager lets me know what is expected of me.</i>	Score of 3.25 or above	3.64	Y	4.06

L2.1 Cause or allow harassment among employees or potential employees, under any circumstances.

Interpretation

Harassment has been defined by the federal government <https://www.eeoc.gov/harassment>. A simplified reporting format is in place. That ensures equitable accessibility to report all unlawful allegations of harassment quickly, easily and confidentially. All allegations of harassment are taken seriously and follow established protocols and procedures to conduct a timely, thorough and comprehensive investigation.

Please reference L2.2 Data

L2.2 Cause or allow discrimination based on other than business related criteria, individual performance, and qualifications.

Interpretation:

Discrimination has been defined by the federal government <https://www.eeoc.gov/harassment>. A simplified reporting format is in place. That ensures equitable accessibility to report all unlawful allegations of discrimination quickly, easily and confidentially. All allegations of discrimination are taken seriously and follow established protocols and procedures to conduct a timely, thorough and comprehensive investigation.

Data: Fair

	Compliance benchmark	2020 Scores	compliance?	FYI 2019 Scores
Q35. Co-op employees are treated fairly regardless of race, religion, sex, gender identity, age, sexual orientation, national origin, marital/parental status, veteran's status, or mental or physical disability.	Score of 3.75 or above	4.15	Y	4.06
	Standard deviation not higher than 1.00	.77	Y	.87
Q38. The co-op's work environment is free from illegal discrimination and harassment (based on sex, age, race, etc.).	Score of 3.75 or above	4.13	Y	4.03
	Standard deviation not higher than 1.00	.74	Y	.86
Q39. I know what to do if I have a claim of illegal harassment or discrimination (based on sex, race, age, etc.).	Score of 3.25 or above	3.97	Y	4.15
Q41. To the best of my knowledge, claims of harassment are acted upon in a timely and effective way.	Score of 3.25 or above	3.98	Y	3.96

- Reporting procedures are in place and are available in the staff handbook 53

- Reasonable accommodations can be made on a case-by-case basis to accommodate any extenuating considerations individual staff members may experience.
- Staff members are notified of this process during onboarding, in the staff handbook and throughout the year during relevant training experiences.
- Established, consistent investigation protocols and procedures, reference appendix A.
- There were two claims of harassment that were not substantiated within the monitoring cycle. Disciplinary action was taken as needed.
- There were no claims of discrimination within this monitoring cycle.

L2.3 Operate without written personnel policies that

- a) **clarify rules for staff;**
- b) **are accessible to all staff;**
- c) **provide for fair and thorough handling of workplace conflicts and grievances;**
- d) **encourage employees to report unethical or illegal behavior**
- e) **protect against nepotism or preferential treatment for personal reasons**

Interpretation: The Staff Handbook and Union Contract exist and provide for these. Staff survey responses will indicate (by a score of at least 3.25) that employees understand and approve of the grievance procedure.

- A completed Employee Acknowledgement Form (on which employees indicate that they have received and read the manual) will be in each employee’s personnel file.
- Staff survey responses will indicate (by a score of at least 3.25) that employees have received and understood the manual.
- Franklin Community Co-op will have operational policies in place that reflect our commitment to equal opportunity in employment practices, including selection, job assignment, compensation, discipline, termination and access to benefits and training.

Pertinent Definitions

Nepotism: the practice among those with power or influence of favoring relatives or friends.

Favoritism: The preferential treatment of a person or group of people, rather than job performance.

a.)Data: clarify rules

	Compliance benchmark	2020 Scores	compliance?	FYI 2019 Scores
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Q34. The Employee Handbook is informative, clear and useful to me.	Score of 3.25 or above	3.90	Y	3.94
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b.)Data: accessible

	Compliance benchmark	2020 Scores	compliance?	FYI 2019 Scores
Q35. I have received a copy of the Employee Handbook.	Score of 3.25 or above.	4.15	Y	4.47

c.)Data: conflicts and grievances

	Compliance benchmark	2020 Scores	compliance?	FYI 2019 Score
Q6. I know what to do if I have a disagreement with a management decision.	Score of 3.25 or above	3.94	Y	3.78

d.)Data: report unethical or illegal behavior

	Compliance benchmark	2020 Scores	compliance?	FYI 2019 Score
Q11. There are channels for me to communicate with management about actions that appear unsafe, unclear or inconsistent with policy.	Score of 3.25 or above	3.91	Y	

*New question

e.) Survey Results: protect against preferential treatment

	Compliance benchmark	2020 Scores	compliance?	FYI 2019 Scores
Q9. To the best of my knowledge, management follows established policy when taking corrective action.	Score of 3.25 or above	3.87	Y	3.71
Q51. My department manager acts as part of the management team to uphold co-op policies.	Score of 3.25 or above	4.19	Y	4.06
Q49. My department manager encourages us to share our ideas, suggestions and concerns.	Score of 3.25 or above	4.12	Y	4.17

- There were no claims of nepotism or favoritism within the monitoring cycle.
- During this monitoring cycle there were two grievances filed and settled within the first step.
- The Staff Handbook and Union Policies exist and provide for these. The Board has a copy of both.
 - Reference
 - Staff Handbook
 - Page 13 - Anti-harassment
 - Page 13 - Equal Opportunity
 - Page 33 - Credit and Background Checks

- Page 36 - Conflict of Interest
- Page 52 - Open Door Policy
- Collective Bargaining Agreement
 - ARTICLE V - NON-DISCRIMINATION
 - ARTICLE VIII - DIGNITY AND RESPECT
- Any and all allegations of discrimination, harassment, wrongdoing, nepotism, and favoritism are taken seriously and investigated promptly and thoroughly by utilizing FCC’s fair and objective comprehensive investigation protocols and processes.(See Appendix A). If it is determined that inappropriate conduct has been committed by one of our employees, we will take such action as is appropriate under the circumstances. Such action may range from counseling to termination from employment, and may include such other forms of disciplinary action as deemed appropriate under the circumstances.

Please see below for our completed 2020 and 2021 investigations.

2020	2021
Wrongdoing/Performance - Disciplinary action was taken as needed	Wrongdoing/Performance - Disciplinary action was taken as needed.
Harassment - Unsubstantiated. Disciplinary action was taken as needed.	Wrongdoing/Substance Abuse - Disciplinary action was taken as needed.
Wrongdoing/Integrity - Disciplinary action was taken as needed.	
Harassment - Unsubstantiated. Disciplinary action was taken as needed.	

L2.4 Cause or allow personnel policies to be inconsistently applied;

Interpretation: Refer to the FCC Staff Handbook, including but not limited to page 46 which stipulates the consistent application of policies used across all staff members, within the hiring process and subsequent day-to-day of operations. Staff are made aware of operational policies during the orientation and training process, and are provided with copies in the Staff Handbook, and other training materials.

Data: Inconsistencies

	Compliance benchmark	2020 Scores	compliance?	FYI 2019 Scores

Q7. To the best of my knowledge, the personnel policies are applied fairly and consistently to all co-op employees.	Score of 3.25 or above	3.71	Y	3.66
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L2.5 Cause or allow discrimination or retaliation against any employee for reporting illegal or unethical behavior,

Interpretation: *Retaliation has been defined by the federal government <https://www.eeoc.gov/retaliation> A simplified reporting format is in place. That ensures equitable accessibility to report all allegations of unlawful, unethical retaliatory acts in a quick, simple and confidential manner. All allegations are taken seriously and follow established protocols and procedures to conduct a timely, thorough and comprehensive investigation.*

Data: Reporting harassment

	Compliance benchmark	2020 Scores	compliance?	FYI 2019 Scores
Q40. I feel I could use the channels for reporting incidents or claims of harassment or discrimination without fear of retaliation.	Score of 3.25 or above	4.04	Y	3.98

- Reporting procedures are in place and are available in the staff handbook 53
 - Reasonable accommodations can be made on a case-by-case basis to accommodate any extenuating considerations individual staff members may experience.
 - Staff members are notified of this process during onboarding, in the staff handbook and throughout the year during relevant training experiences.
- Established, consistent investigation protocols and procedures, reference appendix A.
- There were no substantiated claims of discrimination or retaliation within the monitoring cycle.

L2.6 Fail to provide for appropriate documentation, security and retention of personnel records and all personnel related decisions.

Interpretation: The Co-op will securely maintain employee and employment files for every employee and applicant for the appropriate length of time.

Data:

- All records are locked there are no instances of records missing or compromised
 - Applicants may only apply online
 - There are no known instances of noncompliance with state and federal record retention requirements.



Franklin Community Co-op

Investigation protocols

L2 Appendix A



Workplace Environment

- To better achieve our ends, maintain compliance with our L2 Staff treatment policy and to ensure our workplace is free of discrimination and harassment:
- A reporting and investigation process was put in place in 2015
 - This is a comprehensive process used by the HR and Legal departments throughout The business sector



Investigation Protocols

- The core of the investigation process is to maintain:
 - Respect for all individuals
 - Objectivity
 - Consistency
 - Thoroughness
 - Confidentiality
 - FACTS



Reporting process

- Incident forms –(Can be anonymous)
- Tell any manager verbally/via email,
 - When a manager is informed they are on notice and must report it up to HR/GM immediately.
- Contact HR or General Manager
- Discuss their concerns with their stewards or union representative.



Reporting

- With complete respect for the sensitivity of the information requested we have developed confidentiality procedures, which recognize and respect the privacy of the reporting employee(s).
- Consistent with the values of the Co-op, people should take action in ways that maintain respect and dignity for individuals while acting in an accountable and swift manner to address the situation.



Investigation Procedures

- Once notified the GM, Hr, and managers (when applicable) begin the investigation process
 - Investigation overview
 - Meet with impacted staff member/s
 - Gather information and review initial allegations
 - Review Policies
 - Notify Union Representative
 - Meet with the Accused
 - explain the allegation and process
 - maintain confidentiality
 - Review no retaliation policy
 - Suspend if applicable
 - Begin investigation protocols detailed in this document
 - Upon completion
 - Meet with all parties
 - Communication findings
 - Disciplinary in place as required
 - Follow up with the alleged victim to close the loop

Initial Report



HUMAN RESOURCES DEPARTMENT
170 Main Street, Greenfield MA, 01301
413.773.9567 x1006
hr@franklincommunity.coop

Initial Report Information - CONFIDENTIAL

Case #: _____ Facility: _____
Reporting Individual: _____ Position: _____

Documentation of Allegation:

Supporting documentation attached on next page i.e. incident form, email, other reports.

Reported To: _____ Position: _____ Date Reported: _____

Department Manager _____ HR Representative _____

Union Steward Name(s) _____

Subject's Name _____ Position: _____

1. OTHER INDIVIDUALS INVOLVED: Last and first name of witnesses, individuals mentioned, or additional subjects.

Name	Date Interviewed

FOR HR USE ONLY

Date Entered _____ HR Initials _____

1. Document allegations
2. Document reporting specifics
3. Retain supporting documents (emails, letters, videos, etc)
4. Detail list of individuals involved
 - witnesses, individuals mentioned, additional subjects, Etc.

Interviews



HUMAN RESOURCES DEPARTMENT

170 Main Street, Greenfield MA, 01301

413.773.9567 x1006

hr@franklincommunity.coop

Witness Interview Script - CONFIDENTIAL

Take detailed notes documenting each question and comment through the interview process. A witness/department manager is required for interviews and reporting. Additionally a union steward and a representative from Human Resources are required for the witness interview for all union employees. The speaker must initial next to questions asked and documentation taken based on the witness interview. Print copies of this for each person who is doing a witness interview and attach any typed documentation.

Summary:

Description	Details
Date and Time	
Attendees	
Other Notes	
Observations About Interviewee	

Staff was informed/asked of the following:

- If they were comfortable/needed water
- That this conversation is confidential
- That a statement is requested

On Notice Confirmation:

- It is confirmed this is the first report of this incident for legal liability purposes

TURN TO NEXT PAGE FOR QUESTIONS & ANSWERS

- Interview each witness on the list
- A witness is required for all interviews.
 - The witness must document the interview

Statement of Facts



HUMAN RESOURCES DEPARTMENT
170 Main Street, Greenfield MA, 01301
413.773.9567 x1006
hr@franklincommunity.coop

Statement of Facts:

Use black or blue ink and/or typed only. Describe in writing, everything you know about the workplace incident/issue in the provided space below. Describe them in the order in which they occurred. For each incident, describe what happened in specific detail i.e. when it happened, where it happened, who was present, and any actions occurred. Print copies of the individual statement for each person making a statement.

- Ask each interviewee for a written, signed & dated statement
- Review the statements and interview documents
- Update allegations, interview lists, and pool of questions as applicable

Legal Call



HUMAN RESOURCES DEPARTMENT
170 Main Street, Greenfield MA, 01301
413.773.9567 x1006
hr@franklincommunity.coop

Legal - CONFIDENTIAL

Summary:

Description	Details
Date and Time	
Attendees	
Recommendations for Investigation	

Notes on Call:

- Contact HR legal attorney
- Forward all documents for review
- Discuss in detail all findings
- Determine the facts
- The policies related and the notification of the policies
- Consistency
- Corrective actions

Closure Document



HUMAN RESOURCES DEPARTMENT
 170 Main Street, Greenfield MA, 01301
 413.773.9567 x1006
 hr@franklincommunity.coop

Closure for Investigation - CONFIDENTIAL

CONCLUSION/ACTION TAKEN: Enter the following information for **each** subject of the investigation: subject name, active coaching's, coaching level for this investigation, etc.

CLOSURE COMMUNICATION: Please indicate the names and dates of closure conversation.

Type of Participant	Name	Date of Closure Conversation

Person Conducting Closure Communication: _____

Department Manager's Signature _____ Date: _____

FOR HR USE ONLY

Date Entered _____ HR Initials _____

- Detail the allegations
- Supporting facts
- Disciplinary record
- Corrective action taken
- List of individuals required for closure communication and date completed



To: John Williams, General Manager, Franklin Community Co-op

From: Kim Fulks, HR Manager, Franklin Community Co-op

Franklin Community Co-op Policy Compliance Report for L2 2020 Employee Survey

Data provided for this report was collected as part of the Employee Satisfaction Survey conducted in January-February 2021. Additional information and data from the survey was provided along with monitoring of L2 Staff Treatment and Compensation.

Part One- Employee Survey Summary

Survey Purpose

The staff survey was conducted to:

- Obtain accurate, non-anecdotal data on staff satisfaction at Franklin Community Co-op.
- Identify the Co-op's strengths and weaknesses as an employer
- Identify areas for improvement in communications and operations
- Provide data for monitoring compliance Board policies on L2 Staff Treatment and L3 Compensation and Benefits.
- Provide a benchmark for future improvement in employment conditions.

Survey Methodology

Due to the ongoing COVID-19 pandemic and in an abundance of caution for the safety of all involved, the survey was conducted in house. Aside from being an active staff member, the only prerequisite for participation was the completion of 60 days employment as of January 15, 2021. The database for this survey consists of 50 staff members, constituting 62% of eligible staff members, i.e. those who had completed 60 days of employment at Franklin Community

Co-op as of January 15, 2021. Respondents need not respond to every item on the survey for their completed responses to be counted.

The survey format utilized 52 questions, 50 of which were forced choice Likert scale ranging from “strongly agree” to “no value/no opinion.” Questions could be skipped as the participant saw fit.

- 5 Strongly agree
- 4 Agree
- 3 Partly agree/partly disagree
- 2 Disagree
- 1 Strongly disagree
- No value No opinion

The remaining two questions were free form and directly associated with the COVID-19 pandemic.

The survey was administered online via Survey Monkey, an online platform. Only the HR Manager had access to online survey set-up, including eligible participant email addresses to distribute the link necessary for participation. Confidentiality was maintained as the HR Manager was the only person with access to the password. Any and all potentially identifying information was redacted prior to data analysis.

The survey software calculated average (mean) scores from these responses. Responses of “No Opinion” were not used in the averaging. Two free form questions concerning COVID-19 were added at the end of the survey.

Interpretation of Scores

Based on experience with prior surveys conducted by Columinate, We utilized the same scoring matrix which is as follows:

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On questions related to a particular policy, we consider a score of 3.25 to be the minimum to demonstrate compliance. That score would indicate that more employees agree with the question than disagree. However, for questions involving discrimination and harassment on the basis of status in a protected group, we consider 3.75 to be a minimum score to demonstrate compliance. This is because it is possible for a minority to feel discrimination of which the majority is unaware.

In addition, standard deviation is considered along with average score as one of the recommended standards for questions about discrimination or harassment on the basis of status in a protected group. This is because it is possible for a minority to feel discrimination of which the majority is unaware. A high score could mask the existence of such a minority opinion unless standard deviation is considered, too.

The standards for scores demonstrating compliance have been developed in collaboration with the Cooperative Board Leadership Development program.

Keep in mind that surveys measure perception, not facts. The purpose of this survey is not to evaluate the actual employment practices of Franklin Community Co-op. Rather, the survey measured employee agreement with statements about their employer.

Survey Results

Each of the 50 participants answered 52 questions equaling 2,600 responses to individual questions. Out of the 52 questions on the survey that asked for agreement or disagreement, all questions had the most common response as, "Agree." The breakdown of cumulative agree/disagree selections is as follows:

	Cumulative Responses to Questions
Strongly Agreed	23%
Agreed	32%
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Disagree	24%
No Opinion	6%

These scores indicate that overall employee satisfaction at Franklin Community Co-op remains relatively high.

Franklin Community Cooperative
L3: Compensation and Benefits Monitoring Report
April 5, 2021

Policy: L3 – Compensation and Benefits, Last revised: May, 2016

I report compliance with all parts of this policy. With the exception of L3.1.

Unless indicated otherwise all information is accurate as of April 30th, 2019 I certify that the information contained in this report and attachments is true

Signed _____, General Manager _____ (Date)

L3 Global: with respect to employment, compensation, and benefits to employees, consultants, contract workers, and volunteers, the General Manager will not cause or allow conditions that are illegal, unfair, or that jeopardize the co-op's fiscal integrity or public image

The interpretations of The sub policies L3.1-3.5 noted within this report clearly define my interpretation of the global L3 policy.

Illegal and unfair conditions are clearly established within the Federal, State, and Local employment laws. Our public image is a matter of social responsibility within our community and society. Providing a living wage for our staff and suitable benefits package for individuals and their families.

The General Manager will not:

L3.1 Fail to establish a wage schedule, based upon job responsibilities and the labor market, which is applied consistently to all people and positions.

Interpretation:

This policy establishes the following criteria:

- Co-op employees should be able to anticipate that they will receive a wage based on their job description and that job's placement on the wage scale
- Wages paid by the co-op will meet or exceed a livable wage for our region

Operational Definitions:

- Job descriptions exist for each position, and each position has an associated pay level.

- Each employee who has worked at the co-op at will be paid a livable wage as calculated by MIT’s Living Wage Calculation for Franklin County, Massachusetts for a single adult with no dependents (<http://livingwage.mit.edu/counties/25011>).
- All employees whose jobs are part of UFCW Local 1459’s bargaining unit receive regular wage increases as determined by the collective bargaining agreement that was ratified April 22, 2019. Non-bargaining unit positions fall into a complementary wage schedule.
 - A wage reopener was requested by the UFCW Local 1459 in December of 2019 due to imbalances between starting pay levels of new staff hired after ratification and annual wage/rate cycles accepted within the 2019 ratified contract. The reopener was successfully bargained and ratified on 2/13/2020.

Data:

- Each employee has a job description on file in their personnel file. As part of the Co-op’s annual employee performance review work, all job descriptions are reviewed and revised where necessary and all positions will line up with the wage schedule from collective bargaining agreement and the complementary wage schedule for non-union positions.

Union Levels / Starting Pay	Job Types
Level 1 \$12.00- 3/10/2019 \$13.00 at ratification \$14.00 1/1/2021	Dishwasher, Prep Cook/Salad Bar, Cashier, Clerks (Deli, Perishables, Grocery, Produce, Wellness, McCusker’s Store Clerk), Junior Cooks, Junior Baker
Level 2 \$13.35-3/10/2019 \$14.15- at ratification \$14.95- 1/1/2021	Senior Cashier/Customer Service Clerk, Senior Cooks, Senior Baker, Maintenance Worker, Buyers (Perishables, Produce, Wellness, Grocery), Demo Coordinator
Level 3 \$14.30- 3/10/2019 \$14.80- at ratification \$15.30- 1/1/2021	Supervisors (Front End, Kitchen, Deli, Produce, McCusker’s Team Lead), Scan Coordinator.
Level 4 \$15.25- 3/10/2019 \$15.75- at ratification \$16.25- 1/1/2021	Assistant Managers (Front End, Produce, Bakery)

- Wage schedule for union positions:
 - All bargaining unit employees shall receive the pay increase effective the pay period after ratification.

- The Co-op and the Union agree that either may reopen wages of the Co-op or the Union based on the financial health and viability of the Co-op after 1/1/2020. Such requests will be in writing and the Co-op and the Union agree to meet within thirty (30) days of the request being made.
- All pay increases are effective at the beginning of the pay period after the dates listed.
- 2021 Raise Schedule:
 - Level One hired employees prior to 2/1/2020 will receive a \$1.00 raise on their anniversary/hire date(s) throughout the term of the contract.
 - Level Two hired employees prior to 2/1/2020 will receive a \$.80 raise on their anniversary/hire date(s) throughout the term of the contract.
 - Level Three hired employees prior to 2/1/2020 will receive a \$.50 raise on their anniversary/hire date(s) throughout the term of the contract.
 - Level Four hired employees prior to 2/1/2020 will receive a \$.50 raise on their anniversary/hire date(s) throughout the term of the contract.
- The MIT Living Wage Calculation for a single adult with no dependents in Franklin County has recently been adjusted to **\$14.50**. Per our Union contract. The lowest starting wage for a new employee at the Co-op is **\$14.00** per hour.
<http://livingwage.mit.edu/counties/25011>

*****I report Non Compliance. Due to wage compression concerns resulting from 2019 Union negotiations. The union requested a reopener and the starting rates were adjusted to minimize the compression with long term staff members. Union negotiations are scheduled for Fall of 2021. Overall wage rates and starting pay will be negotiated to fall within living wage guidelines.**
- Additional rates for non-union employees:

Non-Union Wage

Description	Details
Level 5: Administration (ex: bookkeeper, administrative assistant)	Starting pay \$14.50
Level 6: Professional (ex: IT technicians and HR generalists)	Starting pay: \$36,000 (annually)
Level 7: Department Managers	Starting pay: 39,000 (annually)
Level 8: Professional/Administrative Managers: (ex: HR, IT, Marketing, Finance, Store, and General Manager)	Starting pay: \$46,000 (annually)

- Level 5 will receive a \$1.00 raise for the 2021 year on their anniversary/hire date.

- State law previously required most non-exempt employees who work in retail establishments to receive time-and-a-half for work performed on Sundays and certain holidays. The new law gradually eliminates this requirement. Retailers will see this premium rate decrease from 1.5 times the regular rate to 1.4 times the regular rate on January 1, 2019, to 1.3 times the regular hourly rate on January 1, 2020 and so on, until January 1, 2023 when the mandatory premium pay requirement is eliminated altogether.
 - Our current wage plan allows our staff members to maintain time-and-a-half for Sundays and holidays.
- All salaried employees (with the exception of the GM) Employed as of January 1st 2019 receive a cost of living increase to coincide with the staff wage adjustments in Nov 2019.
 - Due to economic uncertainty of 2020. COL raises were not issued to salary managers. COL raises for 2021 will be determined upon completion of Union wage negotiations.

COVID-19 Related Compensation

- All staff received a \$2.00 “hero pay” hourly differential for all hours worked from April 19-May 30.
- All staff received a \$50 store gift card on March 24, 2020 in gratitude for everyone’s working together through the beginning days of what became the COVID-19 pandemic.
- All staff received a \$30 store gift card on November 20, 2020.
- All staff received one year of access to the “Calm” application on December 21, 2020.
- (With the exception of the GM) All staff received a bonus of \$100 on December 31, 2020

L3.2 Promise or imply permanent or guaranteed employment.

Not covered by this survey.

Interpretation: I interpret this policy to mean that all official applications and policy manuals are consistent in affirming that we do not use terms such as “permanent” or “guaranteed” when describing an employee’s status.

Operational Definitions:

- Union employees are not considered, “at-will” employees and may not be discharged without cause. Non-union staff members are considered at-will employees. While they may be terminated without cause, the Co-op seeks fairness and due process for all employee issues. Therefore, we apply the same disciplinary process that is outlined in the union contract to non-union staff members, and have a grievance policy and process in place for non-union staff members.
- The Co-op uses progressive discipline to aid in corrective action. Any staff member who engages in gross misconduct such as theft may be discharged without using the progressive discipline steps.

- Bargaining unit employees in their first 60 days of employment are considered probationary employees and may be terminated without cause.
- The Collective Bargaining Agreement does not guarantee permanent employment. It defines and guarantees the employees' rights to due process in all disciplinary matters and holds managers responsible for communicating and documenting disciplinary actions up to and including discharge from employment.
- The Collective Bargaining Agreement outlines employee and management rights.
- The staff handbook, which covers all employees both union and non-union, stipulates the same disciplinary process as the Collective Bargaining Agreement.

Data:

- The Staff Handbook and Collective Bargaining Agreement is available for all employees to review.
- Pages 46-47 of the staff handbook detail the process and criteria for termination or corrective action; pages 25-28 of the CBA details the disciplinary procedure.
- All new employees are given a hiring agreement that they must sign on or before their first day of work. This letter states that the hiring agreement is not meant to create any specific contractual rights or obligations either express or implied.

L3.3 Establish current compensation and benefits that deviate materially from the geographic or professional market for the skills employed.

Interpretation: We interpret "geographic market" to mean the area in and around Franklin County. We interpret "professional market" to be businesses covered by the Bureau of Labor Statistics NAICS Category 4451, Grocery stores and also to include cooperative grocers for which we have available data.

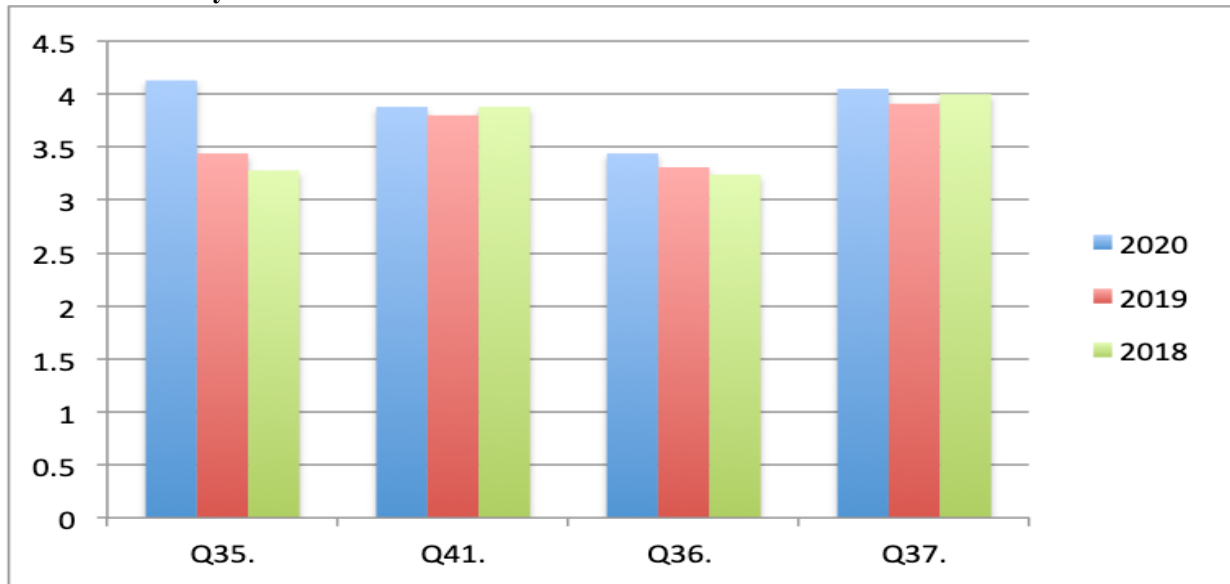
Operational Definitions:

- Our compensation and benefits package will be comparable to those in our area and industry.
- We offer a benefits package that complies with state and federal laws and makes us an attractive employer to talented workers. Our benefits are affordable, comprehensive and complement our mission to provide a living wage.

Data:

- Results from FY2020 Staff Survey on compensation
 - Survey conducted in house due to the COVID-19 pandemic and was led by Kim Fulks, HR Manager.

2020 Staff Survey Results



Questions	Compliance Benchmark	2020 Scores	compliance?	FYI 2019 Scores	FYI 2018 Scores
Q35. <i>The pay rate for my position is fair relative to our co-op's wage schedule.</i>	Score of 3.25 or above	4.13	Yes	3.44	3.28
Q41. <i>I have a job description that clearly outlines my responsibilities</i>	Score of 3.25 or above	3.88	Yes	3.80	3.88
Q36. <i>I am compensated fairly relative to the local job market.</i>	Score of 3.25 or above	3.44	Yes	3.31	3.24
Q37. <i>I am fairly compensated by the benefits compared to other employers in the area.</i>	Score of 3.25 or above	4.05	Yes	3.91	4.00

- **Comparison to similar jobs in the Co-op Sector in the NE Region**
 - **This survey is the only existing Co-op wage survey from 2012**
 - **This will no longer be included going forward.**
 - **We have repeatedly asked NCG and Columinate to facilitate a wage survey within our sector.**

Pay Levels	Job Titles	FCC Min/Hr	FCC Max	NE Region Co-op Min.	NE Reg. Co-op Max
Level 1	Dishwasher, Salad Prep, Clerks, Stockers, Jr Cooks, Jr Bakers, Cashiers	\$14.00	No Max	(Dishwasher) \$8.98. (Stocker) \$9.10. (Baker) \$9.28 (Cashier) \$9.79 (Cook) \$9.79	(Dish) \$13.03 (Stocker) \$13.40
Level 2	JP Clerks, Sr Cooks, Sr Bakers Supervisors, Sr Cashiers, Customer Svc. Maintenance, Buyers,	\$14.95	No Max	(Buyer) \$10.63 (Cust. Svc.) \$10.66	(Buyer) \$13.11 (Cust. Svc.) \$15.86
Level 3	Supervisors, scan Coordinator	\$15.30.	No Max		
Level 4	Asst Managers	\$16.25			
Level 5	Administrative Techs and Generalists, Bookkeepers	\$35,000/yr. \$16.82	No Max	(Bookkeeper) \$12.24	(Bookkeeper) \$18.44
Level 6	Department Managers, Accountant	\$35,000/y.82	No Max	(Dept. Mgr.) \$12.63	(Dept. Mgr.) \$26.97
Level 7	Senior Managers or Directors (IT, Finance, HR, Marketing)	\$45,000/yr. \$21.63	No Max	(Sr. Mgr.) \$17.29	(Sr. Mgr.) \$36.54
	General Manager	Negotiated with Board	No Max	N/A	N/A

- Reference Benefits comparison report for details of FCC' benefits offering
 - This is a volunteer based comparison survey amongst GM's
 - Sent to BOD as a confidential document
- For details on Overall benefits available see pages 24-25 of the staff Handbook
 - FCC's PTO policies, see pages 9-13 of the staff Handbook.

L3.4 Create obligations over a longer term than revenues can be safely projected.

*Not covered by this staff survey.

Interpretation and Operational Definition:

- The Co-op will not enter into employment or consulting contracts with a term longer than revenue can be safely projected, and that any employment or consulting contract would have an escape clause if we were subject to losses in revenue.

Data:

- The Collective Bargaining Agreement is a three-year contract and the General Manager's Employment contract is at will. Neither is severable in the event of revenue loss.

- The Co-op does not issue any other employment contracts. The hiring agreement is an acknowledgment of the wage and schedule of a new hire as discussed with the hiring manager and in compliance with the wage schedule.
- All consultation contracts in reference to expansion planning are based on phases that require financial feasibility goals to be met in order to continue with project planning

L3.5 Change the GM's own compensation and benefits, except as his or her benefits are consistent with a package for all other employees.

*Not covered by staff survey

Interpretation:

- The General Manager's annual salary is negotiated with the Board.
- The General Manager's benefits package will be consistent with the benefits package of all other employees.

Data:

- See the general manager's contract retained by the BOD
- The General Manager has the same benefits package as all other employees.

Preferred Shares Special Meeting update from the MEC:

The MEC would like to request to the BOD that our delegation of this Meeting be changed - to schedule the meeting for June, rather than May. The planning/prep would be:

April: FAQ's complete for input from BOD via email

May: All materials, including voters guide and dates be ready for approval at BOD meeting -- Announcements and info communicated with the Membership (30 days in advance of meeting)

June: Forum for P.S. one week ahead of Special Meeting (mid-month) -- Special Meeting, end of month

The MEC would like to offer this "guideline" for all of our communication to membership about policy/bylaw proposed changes: That what we share is Educational, with intention to inform, while remaining neutral and offering various perspectives. (BOD AFFIRMATION REQUESTED)

Policy & Bylaw Revision Committee

Study Guide (FAQ) for Preferred Shares – April 2021

Background

Attached, please find a draft of the Preferred Shares Study Guide (FAQ). This document is a companion to the Voter Guides submitted last month. It was prepared by the Ad-Hoc Committee on Preferred Shares, in collaboration with P&BRC. This is a first draft that has not undergone legal review, and changes are expected. In particular, please note that question 6 remains unanswered, as legal advice is required to determine the correct answer.

Request from P&BRC

Please review the Study Guide, doing your best to place yourself in the mindset of a Member-owner with no prior experience in the subject, and provide feedback to me by email. I'm less concerned about general grammar and editing, and more concerned about other questions that might need to be included, answers that aren't clear, things that appear wrong, etc.

Future Action

P&BRC will take your feedback, in combination with the results of legal review, and produce a final document package for the May meeting. That package will include the two Voter Guides (one for Bylaws and one for Articles), as well as this Study Guide. At that meeting, we will be requesting a vote to approve the document package so that it can be released to MEC for dissemination to the membership.

Respectfully Submitted,
Rachael Katz, Chair
Policy & Bylaw Revision Committee

Preferred Shares Study Guide

In preparation for FCC expansion, the Board of Directors has tasked the Policy and By-Law Revision Committee (P&BRC) to prepare documents to authorize the use of Preferred Shares. Should the Membership approve, Preferred Shares will be one fundraising tool of several that the Finance Committee will have available when they prepare the capital campaign for the expansion. The addition of this fundraising option to our By-Laws and Articles of Incorporation requires a member vote.

P&BRC, together with the Ad-Hoc Committee on Preferred Shares, has prepared the following Study Guide to better inform you on about what Preferred Shares are and the associated effects. We hope this guide will help as you prepare to make a decision regarding the creation of a class of Preferred Shares by amending the By-Laws and Articles of Incorporation of the Franklin Community Co-op.

Preferred Shares – Frequently Asked Questions

- 1. I bought a share when I became a Member-owner. Is this the same thing as a Preferred Share?**
The co-op currently offers Common Shares. When someone purchases a Common Share in the Co-op, they become a Member-owner with voting rights. Preferred Share purchasers do not receive membership or voting rights.
- 2. Can a Member-owner buy Preferred Shares?** Yes, if they wish to aid the Co-op in expansion efforts.
- 3. Does my membership status change if I buy a Preferred Share?** No it does not.
- 4. Does voting for this mean Preferred Shares are available now?** No. Voting for this means the Co-op has the option of offering Preferred Shares in the future, but Board action would be required to actually issue the shares.
- 5. I've heard of Member loans, is this the same thing?** No. The fundamental difference is that Preferred Shares are equity and member loans are debt. Preferred Shares can also be offered to non-Members and businesses, whereas Member loans can only be made by Member-owners.
- 6. Can the Co-op refuse to accept an offer of Preferred Shares from a particular individual, a business, or a large (or what some people might consider an "evil") corporation?**
Yes/No/Depends/Not Sure. NEED LEGAL ADVICE!
- 7. Why is it useful to offer Preferred Shares?** They are a way to raise money on the Co-op's terms, from individuals and businesses, rather than only going through a bank or other lending institution. By increasing the equity in the Co-op, the issuance of Preferred Shares can also make it easier to qualify for bank loans and other financing.
- 8. How much money are we trying to raise?** We don't know yet. It will depend on the size and nature of the expansion.
- 9. If the Co-op offers Preferred Shares, is this the same as "going public"?** No. Preferred Shares would not be traded on the stock market or be otherwise sold, except back to the Co-op. As noted in Question 1, preferred shareholders do not have a role in governance.

10. **Is there a set fee/minimum to invest in Preferred Shares? Is there interest?** Terms of the share offering would need to be determined by the Board of Directors at the time the Preferred Shares offering is made. The Co-op would pay dividends on these shares, not interest.
11. **How will investors profit?** Returns on investments are provided by annual dividends, usually set at a predetermined rate. Dividends can be structured to be issued at the discretion of the Board of Directors. They can also be structured to be declared but not paid until a later date. All terms are set by the Board of Directors when the shares are issued and detailed in the prospectus that would be produced at that time.
12. **When does the Co-op have to pay back the money?** This would be determined by the Board of Directors when the shares are issued; but Co-ops usually structure things so that shares can only be “redeemed” (that is, bought back by the Co-op) at the Board’s discretion, and then only if the Co-op is financially able.
13. **How will I know what the risks are as an investor? Can I lose my money?** What are the terms of the offering? As with any investment, there is always a risk of losing one’s money. All specific terms of any potential offering will be determined by the Board of Directors and detailed in the prospectus.
14. **If the Co-op were to be liquidated, who would get paid first?** If the Co-op were to be liquidated, holders of Preferred Shares would be made whole prior to holders of Member equity shares (Common Shares).

BOARD DEVELOPMENT COMMITTEE FYI REPORT

MEETING 3.30.21: Adam Baskin, Margaret Cooley, Jonathan Daen, Peter Garbus, Bob Sagor

CONSIDERATIONS AND REQUESTED BOARD ACTION

- The agenda and discussion was to consider shifts that might make the board more effective.
- The BDC has not yet determined how pressing the items are, or what items the BDC can pursue itself and what might be initiatives for the President directly.
- For the board's information. (No action required.)

HIGHLIGHTS: Possible priorities for board development/growth:

- Approaches to agendas (consent agendas, monitoring reports, strat. conversations)
 - G1.5.3 The Board meeting agenda will be determined by the Board president, and may be modified at the meeting by a majority vote.
 - What's most important to spend our time on? When do we spend too much time on process vs. substance and strategic visioning?
 - Idea to try a consent agenda, items that don't need discussion. Items can be moved off the consent agenda if needed. Best if concerns can be raised in advance. Doing this can leave more time for items that need more discussing and deciding. Could consider whether some monitoring reports are done this way..
 - Group the monitoring reports in the calendar and in the agenda. Focus meeting time on next steps and follow-up.
 - Time to take in information and issues as individuals and then moving toward a "we" decision.
 - Focus on strategy, the visioning leadership role of the board.
- Committee functioning, related to feedback from the GM
 - Consider a liaison role to help establish unified procedures (i.e. what a committee report should include)
 - Develop materials that helps the board not rehash; trust the committee process, and move towards a board decision. For example, report what's been considered already in coming to a recommendation so the full discussion is not repeated.
 - The President hopes to gather committee chairs for discussion of this topic.
- "I" vs "we" (GM feedback)--
 - How do we strengthen the function of we? While individuals may have concerns, the job of the board is to speak with one voice.
 - How do we build our collective understanding of board holism?
- Board self-monitoring (timing, method)
 - Consider for consent agenda if nothing urgent/critical. BDC flags items to follow up on. Consent approves the BDC report.
 - How to determine what needs follow-up? What rises to significance? The board doesn't want anyone to feel closed off, yet not everything needs discussion.
 - Suggestions and issues to BDC for development. Proposals brought to the next meeting.
- Board role related to operations vs. governance; focus on strategy/vision for co-op
 - How do we live into our role in strategic planning? What does governance mean?
 - Further discussion at orientation or the focus for the board retreat
- Let's create a one page profile of the network of coop organizations. Decide which email lists the board wants to be on.
- Meeting evals and good mtg reminders--helpful tips, grounding, set the tone.

FRANKLIN COMMUNITY COOPERATIVE BOARD OF DIRECTORS
Budget for FY 2021

Report Line #		Budget 2021	Q1	Q2	Q3	Q4
	CONVENTION AND FOOD SHOWS					
1	CCMA registration	\$ 400.00				
2	Other conferences (e.g., Co-op Café)	\$ 400.00				
	Sub-total CONVENTION AND FOOD SHOWS (BOD TRAININGS)	\$ 800.00				
	INSURANCE DIRECTOR AND OFFICERS					
3	Directors' & Officers' Insurance	\$ 6,177.00				
	Sub-total INSURANCE DIRECTOR AND OFFICERS	\$ 6,177.00				
	MEALS AND ENTERTAINMENT					
4	Membership Meetings (Annual Meeting food)					
5	Other membership events					
6	Board Meetings (food)					
7	Board Retreats (food)					
	Sub-total MEALS AND ENTERTAINMENT					
	MEETINGS					
8	Membership Meetings (Annual Meeting rental) (Annual Meeting Expenses) (BOD Retreat rental)	\$ 5,000.00				
9	Member (Non Board-chartered) committee expenses					
	Sub-total MEETINGS	\$ 5,000.00				
	OFFICE					
9	Printing		\$ 2.05			
10	Postage, Baker's					
11	Misc. Expenses (Gifts)	\$ 250.00				
12	Simply Voting	\$ 6,000.00				
	Sub-total OFFICE	\$ 6,250.00	\$ 2.05	\$ 2.05		
	PROFESSIONAL					
13	Legal	\$ 6,000.00	\$ 990.00			
14	Accounting: Audit(Financial Review*); Proforma	\$ 410.00				
15	CDS/Columinate (incl 15 hrs consultation/facilitation)	\$ 7,250.00	\$ 1,750.00			
16	Consultants					
	Sub-Total PROFESSIONAL	\$ 13,660.00	\$ 2,740.00			
	TRAVEL					
17	CCMA - Travel/Lodging/Food	\$ -				
18	Misc Mileage					
	Sub-total TRAVEL					
	GRAND TOTAL	\$ 31,887.00	\$ 2,742.05			

- CCMA Consumer Cooperative Managers Association
- CDS Cooperative Development Services
- CBLD Cooperative Board Leadership Development
- FCCDC Franklin County Comm Development Corporation
- CGIN Cooperative Grocers Information Network
- CoCoFIST Common Cooperative Financial Statements
- NFCA Neighboring Food Cooperative Assoc.
- CDL Cooperative Development Services

NOTES: We have \$42,500 for BOD Budget expenses FY21 (0.4% of co-op gross sa GRAND TOTAL Expended in FY21 =

***PLEASE NOTE: BOD pays for an Audit; Operations pays for a Financial R**

ITEM : GENERAL ANNUAL CALENDAR 2021-2022

SUBMITTED BY: Margaret Cooley (Board Pres), Peter Garbus (Board Development Committee Chair)

CONSIDERATIONS AND REQUESTED BOARD ACTION

- The board president has consulted with the GM and different committees that have input into the calendar; that input is now reflected in the items listed.
- Board priorities and strategic conversations deferred until the Board Retreat (Doodle poll coming for June/July)
- The board president asks for the board's approval of the calendar. The calendar is meant as a guide and can be adjusted throughout the year as needed, as the board's work evolves.
- **Suggested motion: "I move the board approves the FCC General Annual Calendar for 2021-2022."**

BACKGROUND

This calendar and its columns aim to organize the board and GM's work for the year ahead. Month by month, what recurring reports and tasks happen? Such items become the backbone of the board's agendas. In general, the board and GM try to distribute workload and create coherent progressions and timing. Different groups are delegated responsibility for proposing different columns (GM on 1, MEC/P&BRC on 2, MEC on 3, BDC on 4) -- with Board approval.

KEY FEATURES OF THE PROPOSAL:

- **GM Monitoring Reports** provide the board essential information about the coop's performance, each one covering a different aspect of the GM's responsibilities. *Note: the order and timing of reports is under review, as is the format and content of reports.*
- **Admin Agenda Items** describe regular ongoing tasks to be completed by the board president or board.
- **Member Linkage Activities** describe regular ongoing ways that the board stays connected to member-owners who the board represents.
- **Board Education and Self-Monitoring** includes
 - annual events such as Board Orientation, retreats, and training opportunities. While the orientation provides background on our coop, Virtual CBL (Cooperative Board Leadership) 101 is how we hope all new directors can be introduced to the more general foundations of coop boards.
 - *An experiment this year: Self-monitoring surveys will be completed in two big chunks, so more time can be devoted to acting on identified improvements needed.*
 - *As discussed at the March board meeting (and noted above), we intend to focus on general strategic thinking and planning at our board retreat, so this column does not yet reflect specific topics or timing of strategic conversations throughout the year.*

FCC General Annual Calendar 2021-2022

	GM Monitoring (GM review)	Admin. Agenda Items (MEC, P&BRC review)	Member Linkage Activities (MEC review)	Board Education and Self-Monitoring (BDC Review)
MAR.	L5: Q1 Financial Condition	Election: Board, bylaw amends, officers Welcome new Dirs Choose Exec. Comm. Confirm mtg. schedule Start calendar/agenda	Annual Meeting 3/7 Electronic voting Spring New Beet w/ AM info	
APRIL	L2 Staff Treatment, L3: Compensation & Benefits	Debrief Annual Meeting Finalize year's calendar/agenda	Plan Board outreach to member-owners for the coming year	Board Orientation
MAY	L8: Communication & Counsel to the Board	Special Mtg prep 5/15 New Beet deadline	Announcements and info for Spec. Mtg to Membership	Virtual CBL 101 5/15/21
JUNE	L5: Q2 Fin. Condition L9: GM Succession		Member forum, Special Meeting (Pref Shares) Summer New Beet	BOD Retreat
JULY	L10: Bd. Logist. Support L11: Merchandise	Identify Ann. Mtg. Logistics plus Goals & Objectives	Direct Board/membership interaction (i.e. - 5 mins w/ Board member, via Zoom)	
AUG.	L: Global Executive Constraint	8/15 New Beet deadline Brainstorm AM Strategic Topics Brainstorm bylaw changes Survey: NCG or in-house		
SEPT.	L5: Q3 Fin. Condition L6: Budgeting/Financial Planning	MEC: AM proposal Decide bylaw/Arts.of Org. amendment proposals	Fall New Beet 5 mins w/ BOD Board recruitment Product Mix Forum	All G Policies Surveys
OCT.	L1: Customer Treatment	Make AM calendar Start AM prep w/ staff Bylaw changes prep Board budget finalized	National Co-op Month Celebratory event Board recruitment	
NOV.	L2: Staff Treatment	11/15 New Beet deadline Decide AM Topic(s) AM prep, w/ staff	Board recruitment.	
DEC.	L5: Q4 Fin. Condition L7: Asset Protection	AM prep, w/ staff P&BRC drafts/voter guides Prep. for GM evaluation	Winter New Beet 5 mins w/ BOD, in-person & virtual Board recruitment	All D Policies Surveys
JAN.	L4: Membership	AM prep, w/ staff Final voter guides Complete GM eval	Board recruitment Announcements and info for A.M. to Membership	
FEB.	ENDS	2/15 New Beet deadline Final AM prep, w/ staff GM comp. review	Forums: Candidate, Bylaw(?), Topical(?) Online voting before AM	
MAR.	L5: Q1 Fin. Condition	BOD election; bylaw amends.? Welcome new Dirs., discuss then elect officers, pick Exec. Comm.? confirm mtg sched, start cal./agenda	Annual Meeting 3/6 Spring New Beet	

Schedule & location of FCC Board meetings 2021-22

NOTES:

- Meetings will take place on the 2nd Wednesday of the month (unless otherwise noted), with four (or occasionally five) weeks between meetings.
- Since Kathy would still end up missing a meeting if we went with some 1st Wednesdays (as Margaret had previously suggested), we're reverting to mostly 2nd Weds.
- Still sorting out about the date of the September meeting: John can't be available for 9/8, and want to avoid Yom Kippur on 9/15, so considering a non-Wed. (Tuesday 9/14); will poll the Board about this and hopefully be able to report resolution by 4/14.
- The actual timing of returning from online to in-person meetings will of course depend on the progression of public health recommendations regarding the pandemic.
- In recent years we've typically held 2-3 meetings at McCusker's.

2021

March 17th (3rd Wed.)	video conference
April 14th	video conference
May 12th	video conference
June 9th	video conference
July 14th	video conference
Aug. 11th (no Kathy)	video conference or 170 Main St.
Sept. 14th (2nd Tues.)?	video conference or 170 Main St.
Oct. 13th	video conference or McCusker's
Nov. 10th	170 Main St.
Dec. 8th	170 Main St.

2022

Jan. 12th	170 Main St.
Feb. 9th	170 Main St.
March 16th (3rd Wed. because of 3/6 AMtg.; still interval of 4 weeks 'til 4/13)	170 Main St.

respectfully submitted,
George Touloumtzis, Board Vice President

Draft Minutes

**Franklin Community Cooperative
Board of Directors Meeting
March 17, 2021 – 6:30 p.m.
Via Zoom videoconference**

Directors Present: George Touloumtzis (he/him), Jonathan Daen (he/him), Kristi (KC) Ceccarossi, (she/her), Margaret Cooley (she/her), Adam Baskin (he/him), Bob Sagor (he/him), Peter Garbus (he/him), Rachael Katz (she/her), Annie Winkler (they/them), Andy Grant (he/him/friend), Emily Gopen (she/her).

Directors Absent: none.

Member Owners and others attending part or all of the meeting: John Williams (he/him), Emma Morgan (she/her).

Facilitator: Peter Garbus

Minutes: Kathy Litchfield (she/her)

Timekeeper: Andy Grant

1. **Welcome, Introductions & Announcements**

- 1.1. Peter welcomed everyone, noted the full agenda, and urged use of the word “Prius” in the Zoom Chat as a prompt to him to “gently slow down.” He welcomed new directors, Jonathan, KC and Adam, and lead a go-round of self-introductions.
- 1.2. George shared that Stephan Gordon, former director and Member Participation Circle (MPC) member, passed away. There is a celebration of his life tomorrow at West Leyden Cemetery.
- 1.3. George also shared that the Neighborhood Food Co-op Association’s Annual Meeting is this Saturday; contact him if you’d like to attend.
- 1.4. Andy shared an invitation to the new directors especially, to check out the Healthy Food Access Committee (HFAC), which meets next on April 7 at 3:30 p.m. via Zoom.
- 1.5. Margaret asked about Emily’s (so far) absence; her phone number was shared in the Chat.

2. **Open Forum**

- 2.1. GM John asked about the Land Acknowledgment statement which wasn’t read tonight; Andy said he read it at the last three meetings and the third time it felt pro forma.

3. **Agenda Review**

- 3.1. Rachael shared that the Policy & Bylaw Revision Committee (P&BRC) continues to work on the Preferred Shares issue, and is withdrawing the request for a vote on Agenda item 14 tonight. There were no objections.

4. **Good Meeting Reminder**

- 4.1. Peter shared the “Ground Rules for Meetings” (policy G1.5.7) which were posted on the wall during in-person meetings. They are: Respectful listening - no interruptions; Balanced input from all who wish to participate; Respectful language - both in word and tone; Focus on issues - not personalities; Honor adopted process for decision-making.
- 4.2. He said this, and other info, will be covered during BOD orientation for new directors.
- 4.3. He shared that as facilitator tonight, he will frame agenda items as succinctly as possible and state the action item and key highlights for each; it is assumed that everyone read the

BOD Packet and came to the meeting prepared to make decisions as appropriate.

5. **Minutes for 2/10/21 & Report of 3/8 Executive Committee Meeting**

- 5.1. Bob made motion to accept the minutes of the Feb. 10, 2021 BOD Meeting.
 - 5.1.1. Andy seconded the motion.
 - 5.1.2. There was no discussion.
 - 5.1.3. There was one comment in the Zoom Chat suggesting a change from “anti-racial” to “anti-racist.” Kathy will make that change to 8.12.1.
 - 5.1.4. The motion passed 12 in favor, 0 opposed, 1 abstaining (BOD Tally: 11, 0, 0).*
- 5.2. George clarified that the Executive Committee Meeting report doesn’t need to be voted upon; the BOD as a whole just needs to review the decision.
 - 5.2.1. There were questions and answers, including about quorum clarification and distribution of the letter.
 - 5.2.2. Emily arrived at the meeting.
 - 5.2.3. Peter thanked the Executive Committee; there were no further questions.

6. **Annual Meeting Report**

- 6.1. Bob, as Clerk, reviewed the report and voting tallies (Packet pages 11-13) and added percentages to the number of votes each BOD candidate received (KC – 93% of the vote; Andy – 89.6% of the vote; Peter – 89.2% of the vote; Jonathan – 88% of the vote; Adam – 77.7% of the vote).
- 6.2. He noted that he has not received Code of Conduct Disclosure Statements from Adam or Andy (it was later clarified that he did receive Andy’s statement via email).
 - 6.2.1. There was discussion, resulting with the fact that as per the Bylaws and an Operations standpoint, Adam will have to leave the meeting before Executive Session (ES) tonight, as directors’ forms must be signed and completed before they can attend ES. Adam will get the form to Bob ASAP; he is traveling in Texas and won’t be back until Friday evening.
- 6.3. Bob said he can include the Code of Conduct forms in the next BOD Packet, if desired.

7. **Icebreaker Activity**

- 7.1. Peter asked everyone to think of a response for one minute, to the question: “How do you move through the world in ways that might be different from others?”
- 7.2. Everyone shared personal responses to the question, in a very nice BOD bonding fashion.
- 7.3. Peter shared that the question came from Charles Greene II (of The Big Black Man Project), a speaker Four Rivers Charter School hosted during Black History Month, and noted, interestingly, that no one tonight spoke from a place related to race; and that the co-op is working on JEDI initiatives.

8. **Preparation for Board Officer Elections**

- 8.1. Peter said the action tonight is to identify and record important qualities of each BOD Officer position; as well as record the names of directors nominated for each position. He shared a googledocs file, which directors anonymously and efficiently recorded qualities and nominees into, as follows:
- 8.2. President: Positive interface with GM, humility, diplomacy, servant-leader approach, honesty, vision, good leadership, equanimity, magnanimity, detail orientation, responsibility, compassionate heart, ability to delegate to others, decisive, making achievable agendas, communication, understanding of board/co-op dynamics and

- objectives, member engagement, epic! Nominees: Margaret, Rachael, George, Peter.
- 8.3. Vice President: ability to fill in for President, humility, also Epic!, comfortable in a support role, capacity to take on extra work, ready to jump in. Nominees: Margaret, George, Peter, KC.
 - 8.4. Treasurer: good with numbers, comfortable with capital campaigns, detail-oriented, trustworthy, ability to translate financial details to broad audience, reliable, possible history of accounting work or finance, communication, articulate with explanations, familiar with our Finance Committee and able to work with and facilitate this particular group.
Nominees: Annie, Jonathan.
 - 8.5. Clerk: well organized, attention to detail, good listener, good on follow through, collaborative relationship with Board Administrator, reliable, willing to accept all responsibility. Nominees: Bob (written five separate times).
 - 8.6. Peter noted that Jeanne, former BOD Treasurer, will continue to serve on the Finance Committee. Amplifications of Officer qualities were shared, along with appreciation for this smooth process.

9. **Board Officer Elections**

- 9.1. Peter reviewed the nominees for each Officer position and explained that if there was more than one candidate for a position, the process would be to “private Chat” Kathy with one’s vote; Kathy will tally and report back.
- 9.2. Peter noted the nominees for BOD President: Margaret, Rachael, George, Peter.
 - 9.2.1. Peter declined the nomination.
 - 9.2.2. Margaret accepted the nomination, noting that she’ll have major work obligations in the next four to five months, but will do her best.
 - 9.2.3. Rachael declined the nomination.
 - 9.2.4. George accepted the nomination and offered to serve as President for 6 months to potentially lighten Margaret’s workload, then have her serve for the remaining 6 months of the year. There was discussion, including about the possibility of George being elected Vice President and working with the President directly in that way.
 - 9.2.5. Peter asked directors (only) to vote via “private Chat” to Kathy – if supportive of George serving for 6 months, vote for George; if supportive of Margaret starting now, vote Margaret. Directors voted.
 - 9.2.6. Kathy reported the results: 9 votes for Margaret, 1 vote for George, 1 abstaining.
 - 9.2.7. All shared congratulations to Margaret, new BOD President.
- 9.3. Peter noted the nominees for Vice President: Margaret, George, Peter, KC.
 - 9.3.1. Peter declined; Margaret declined; KC declined.
 - 9.3.2. George accepted the nomination.
 - 9.3.3. All shared congratulations to George, new BOD Vice President.
- 9.4. Peter noted the nominees for Treasurer: Annie, Jonathan.
 - 9.4.1. Annie accepted the nomination and shared that they plan to serve just their one term on the BOD.
 - 9.4.2. Jonathan declined the nomination but said he’ll consider serving on the Finance Committee.
 - 9.4.3. All shared congratulations to Annie, new BOD Treasurer.
- 9.5. Peter noted the nominee for Clerk: Bob.
 - 9.5.1. Bob accepted the nomination.
 - 9.5.2. All shared congratulations and thanks to Bob, who will continue BOD Clerk.

10. Break #1

10.1. There was a four-minute break. The meeting resumed at 7:50 p.m.

11. Executive Committee Designation (per bylaw Art. VII, Sects. 1 & 2)

11.1. George shared that the directors tonight need to affirm the existence of an Executive Committee (EC) and that if so, the BOD President and Treasurer are automatically members of the EC; two more directors are welcome to participate.

11.2. Peter asked if directors want an Executive Committee to function; all thumbs were shown up in affirmation.

11.3. Peter asked for nominations for the remaining two seats (Margaret and Annie will serve, as President and Treasurer).

11.3.1. George nominated Rachael, who accepted the nomination.

11.3.2. Annie nominated Adam, who accepted the nomination.

11.3.3. Margaret asked Emily, who was previously serving, if she was ok stepping back; Emily said yes she's happy to allow others to continue.

11.4. Peter asked for a show of thumbs (up in approval, sideways undecided, down in opposition) to affirm Rachael, Adam, Margaret and Annie will comprise the EC; all thumbs were shown up.

12. Board Committees

12.1. Peter invited directors to affirm their positions on Board Committees (Packet, page 20), the purpose of which are to do "a lot of background work, take initiative on important issues, solve problems and meet the needs of the BOD" and asked new directors to please visit the committee meetings and select committees to join.

12.2. Peter asked if returning directors would affirm staying on their committees; all raised their thumbs except for Annie, who said they have served on Finance Committee and Policy & Bylaw Revision Committee (P&BRC) and can't do both in their new role as Treasurer.

12.3. Peter shared that three BOD members are needed on the P&BRC. Rachael, as chair of P&BRC said the committee manages policy and bylaw revisions, which govern the co-op and would be a great way for new directors to get involved in the details.

12.4. Andy shared background info on the HFAC; Emily shared about the Membership Engagement Committee (MEC), which includes staff input from Outreach & Communications Manager Sarah Kanabay; and Peter shared about the Board Development Committee (BDC).

12.5. Peter shared that Policy G2.8 reads that each BOD member will serve on at least one BOD Committee, or other committee approved by the BOD.

12.6. There were questions and answers, including how regularly and at what times of day the various committees meet (usually monthly, times vary); and about the Committee Charters (found in the Policy Register in the BOD Resources file).

12.7. Peter said he'd send out further information with the charters and meeting times to Jonathan, KC and Adam.

13. Justice, Equity, Diversity & Inclusion (JEDI) Council Proposal

13.1. Andy shared his proposal to form a group to work on establishing a "JEDI Council" to catalyze and coordinate JEDI efforts (Packet, page 21), and that as chair of the HFAC, said he has a passion for this concern and wants to build momentum. He pointed out the references (Packet, page 24) and mentioned Leah Penniman's Annual Meeting keynote.

- 13.2. Andy suggested two people from each group (member-owners, staff and BOD) volunteer to plan the process for establishing the “JEDI Council” and said he’d like to meet once/week or once every two weeks to generate the proposal to bring back to the BOD.
- 13.3. GM John shared that he has two managers assigned to participate already.
- 13.4. Emma, Bob and KC volunteered to work with Andy on the proposal.
- 13.5. Andy will send a notice to all directors with a meeting time and welcomed all to participate.

14. Amendments for Preferred Shares

- 14.1. Peter reminded directors that there is no need to vote tonight; only clarity is sought.
- 14.2. Rachael said the P&BRC is overwhelmed with work and in transition and seeks assistance in writing FAQ’s about Preferred Shares to share with member-owners; she said Jeanne is heading up the ad hoc committee to write FAQ’s.
- 14.3. Emily offered to help Jeanne; Andy offered to help in proofreading; Jonathan offered to give feedback from a newcomer’s perspective; Emma and Annie shared that drafts and background work have been done so the ad hoc group won’t be starting from scratch.
- 14.4. Rachael asked directors to send their FAQ suggestions to Jeanne offline.
- 14.5. There were clarifying questions asked and answered, including a request for clearer language under “Why is the Board Requesting this Change” regarding that the vote would make offering Preferred Shares a possibility, not that the vote means the co-op will offer them (that is a BOD decision).
- 14.6. Rachael shared that the P&BRC will work with the previous lawyer Brendan Hughes, as the newer lawyer wasn’t as helpful.

15. General Annual Calendar

- 15.1. Peter, as chair of the BDC, explained that the BOD General Annual Calendar lays out the BOD’s work for the year, divided into categories; the BDC tonight seeks input on the priorities listed, topics for strategic conversations and other suggestions/questions. The calendar will be voted upon in April. The BDC will accept suggestions/priority changes tonight and bring a proposal to the April BOD meeting for a vote.
- 15.2. Peter explained the category breakdown for new directors; George added which BOD committee generates each of the items within each category. Peter suggested directors consider the BOD’s highest priorities for the year, in order to determine the most appropriate Strategic Conversations to engage in.
- 15.3. Thoughts were shared, including to add “enhancing our connection with the broader community” as a priority; to consider a new decision-making structure that isn’t Robert’s Rules and majority rule; to listen to members and engage in good sharing; to work on BOD clarification about what we’re asking GM John to share, particularly in the Ends Report; to provide stellar BOD orientation for the new directors, especially in light of meeting on Zoom; a suggestion/request not to rehash committee work at BOD meetings.
- 15.4. Additional thoughts included a suggestion to remove the Strategic Conversations from regular BOD meetings, instead adding special meetings in order to allow for more time to focus on the topics and discuss impact and next steps, to which several directors spontaneously showed thumbs up; and a suggestion to spend time determining priorities and conversation topics at a retreat rather than tonight’s BOD meeting; and a suggestion to attach BOD priorities to the Global Ends policy.
- 15.5. Peter acknowledged that listing BOD priorities in this way (Packet, page 30) is new, and that the BOD retreat is usually scheduled for May or June. He asked for a show of thumbs,

about discussing these issues at the BOD Retreat and not deciding upon them at the April BOD meeting; a few thumbs were shown up.

- 15.6. Annie suggested having a five-year vision concept to avoid setting priorities on an annual basis; Peter said this goes under the umbrella of strategic planning and can also be a focus of the BOD Retreat.
- 15.7. Several directors nodded their heads in approval of these suggestions.

16. Break #2

- 16.1. There was a five-minute break; the meeting resumed at 8:49 p.m.

Jonathan asked about the role of facilitator at BOD meetings; Peter shared that directors volunteer to facilitate in a rotating fashion.

17. L5Q1 (Financial Condition) Report & Finance Committee Review

- 17.1. Peter shared that the BOD's job with these reports is to determine whether the GM's interpretations are reasonable and in compliance with the policy; not only to be interested in the content. It was pointed out that the "negative" language of executive limitations is just part of policy governance.
- 17.2. GM John shared highlights from the L5 report (Packet, pages 32-38), explained the non-compliance of L5.4 as long range planning is still in development; and answered questions, including about the large accounts receivable amount on the balance sheet (John will send the complete breakdown of accounts receivable to directors); how budgeting is done (from the bottom up, with each Dept. having their own P&L's; Dept. budgets are adjusted quarterly); whether John thinks lunch traffic will return (hopefully, but planning for no; seeing increases due to packaging improvements on PFD items; outdoor seating and the takeout window might help).
- 17.3. George made a motion to accept the L5 Monitoring Report with acknowledged non-compliance in L5.4.
- 17.4. Annie seconded the motion.
- 17.5. The motion passed 12 in favor, 0 opposed, 1 abstaining (BOD Tally: 11, 0, 0).

18. GM FYI Report

- 18.1. GM John shared additional updates to his report (Packet, pages 41-45), including that outdoor seating at GFM is planned to open April 1st; that the financial review is complete and the accountant meeting will be scheduled; and that co-op staff will qualify for vaccines beginning March 22 and some staff are pre-registering (not all want the vaccine).
- 18.2. He also shared that the Dexter filming at McCusker's will force closure from April 5-9 and 12, during which time free delivery will be offered to McCusker's customers via the GFM curbside program; that McCusker's will be named Gigi's Market for about a month during the filming; that there won't be visuals of anything within the store; that the film company is spending \$850,000 in Shelburne Falls for the movie; that all McCusker's staff will receive paid time off except for the manager, who will crew with the film; and that the McCusker's building has been sold and he will talk with the new owners next week.
- 18.3. He also said he's reviewing feasibility, thanks to the Dexter investment, to install a butcher shop in the former seating area of McCusker's, which would fill a niche in the community, be locally focused and help maintain margins.
- 18.4. He also shared that capacity limits at GFM increased from 15 to 25 (we could go to 44 but obviously that is too many for the small store); that staff is nervous and unhappy with

this increase, so it'll be evaluated; that he feels pulled between "I don't want to wait in line" and "I don't want to shop in a crowded store" and he's working to make both sides equally unhappy.

- 18.5. He also shared that Greenfield is welcoming the Wild Roots Sandwich shop across the street, in the former Antonio's location, which should increase foot traffic in town; and that he's working with Hart Farm to promote the free fridge program.

Noting the time, Peter reviewed the three agenda items left, two of which he said are "info only" and could be quickly reviewed with discussion postponed; the third is the BOD Budget (agenda item 19 & Packet page 46), which he suggested directors review, explaining this is money going towards board operations.

He said the BOD orientation (agenda item 20 & Packet page 47) has typically been a three-hour meeting either in the evening or on a Saturday and he'll send out a doodle poll to schedule it in April, and asked directors to be generous with their availability.

He asked if George needed feedback on the BOD Meetings Schedule (agenda item 21 & Packet page 48); it was agreed that this could be reviewed at the April BOD meeting.

Peter proceeded to Meeting Evaluation (agenda item 22) and asked for a show of thumbs about how the meeting went (most thumbs were up) and he said to please share facilitation suggestions and that he'll share them with the facilitator of the April meeting.

Peter asked for a motion to move into Executive Session; it was determined that Adam would leave the meeting with Emma and Kathy, until Annie asked Adam, "do you have any conflicts of interest, and will you submit the (Code of Conduct disclosure) form tomorrow?" to which Adam answered "no, but I'm not back in Massachusetts until Friday." Adam said he'll scan the form via Rachael and get it to Bob ASAP. The BOD gave a thumbs up to having Adam participate in the executive session.

George conveyed the importance of confidentiality in Executive Sessions, stating that the Code of Conduct Disclosure Statement indicates that you've read Policy G4 and that G4.5 states that directors will respect confidentiality as determined by the Board, and continue to honor it after leaving the Board. He added that in the time of Zoom, anyone within hearing distance must leave.

Annie made a motion to enter Executive Session; Bob seconded the motion. The motion passed 11 in favor, 0 opposed, 0 abstaining.

Kathy and Emma left the meeting.

The regular meeting adjourned at 9:20 p.m.

23. Executive Session: Real Estate

- 23.1 The BOD entered Executive Session at 9:19 p.m. on a motion by George, seconded by Annie; and exited at 9:35 p.m. on a motion by George, seconded by Annie.

Note: Officers' Reports to be shared with Kathy after the meeting for inclusion in Minutes.

George (President): Since the last Board meeting (2/10): Prompted Board members to provide to John in writing the Ends feedback offered verbally at the Board meeting; collaborated on final edits of the GM evaluation letter, coordinated a meeting with the GM to present this, and -- when too ill to participate at this meeting myself -- delegated the VP to fill-in; offered some support around a Board committee matter; responded to a member-owner re a tribute to a former Board member, then reached out to the former Board member; called and held an Executive Committee meeting on a real estate matter in response to GM request; passed along to the Board about John's LOA; reminded NFCA that our registration for the 3/20 NFCA Annual Meeting would come late, after our 3/17 Board meeting; encouraged Board members to consider attending the NFCA AM; coordinated Board participation in a JEDI forum in response to a request from Columinate; provided the link for a member-owner having trouble accessing the Candidates/Bylaw forum; drafted the 3/17 Board meeting agenda, seeking input from the GM, VP, committee Chairs and the whole Board; created materials for some items in the 3/17 agenda for which would serve as Lead; participated in a Zoom session with Columinate consultant and 3/17 meeting facilitator Peter; pre-recorded a report/speech for the Annual Meeting; coordinated final preparations for the Annual Meeting; provided the link for some member-owners who were having trouble accessing the Annual Meeting; was available to respond to member-owner questions at the Annual Meeting; arranged for the Board email to be updated after the Annual Meeting election; called and held an Executive Committee meeting to address the issue of Annual Meeting quorum; sent the Executive Committee's statement re AM quorum to several member-owners who had inquired and also added it to a Member Forum thread on this subject started by a member-owner; coordinated with Columinate to reinstate us getting their emails, after this was inadvertently cancelled; participated in the NFCA forum for Presidents & VPs; wrote a report for the New Beet; in the interest of officer succession offered orientation and support to a Board member considering the President role.

Peter (Vice President): Nothing to report.

Jeanne (Treasurer): For the BDC - presented a paper with ideas and suggestions for the yearly "Finance Literacy" piece of the New Member Orientation each year; prepared reports for the Finance Committee meeting: Q! FY2021; held a Finance Committee meeting on February 25, 2021; worked on the Treasurer's Report for the March 7 Annual Meeting; recorded the Treasurer's Report in Zoom for the Annual Meeting.

Bob (Clerk): As Clerk I compiled and certified the election results including the election of new directors and the six bylaw revisions. I filed a "Certificate of Change of Directors or Officers" form with the Commonwealth. I also took minutes of the executive session.

** Our minutes record all votes with the tally of the entire meeting, followed by the Board tally in parentheses. We do this in order to fulfill the requirements of our Bylaw Article VIII Board of Directors' Meetings, Section 1: "... Each director shall have one vote. Decisions shall be made by a majority vote. Any Co-op member in attendance may vote and shall have one vote. In the case that a vote is against that of a majority of directors present, the matter shall be referred to the next Board meeting for decision. In the case that the decision is against the majority of the Board present at that second meeting, the matter shall be referred to a meeting of the general membership for decision.*