

Board: Victoria Birkbeck, Brock Auerbach-Lynn, Mike Strode, Whytnee Bush, Troy Martin, Robert Montoya.

Owners: Rebecca Reynolds, l'Talia McCarthy, Madi Kay, Brian Solem, Sharon Hoyer, Brekke Bounds, Robert Curtis, Cara Sawyer, Zack Frazier, Melissa McEwen, Christopher Daniels, Jessico Dickerson, Sharif Terry, Teresa Meza, David Nobel

6:07 **Opening, Director check-in**

- R. Reynolds: How did you hear about us and what made you want to get involved?
- V. Birkbeck: I fell in love with the store when there were a lot of different apple varieties out and sampling was happening... I went to an owner orientation and basically started showing up asking if there was a committee I could join!
- B. Auerbach-Lynn: I heard about the co-op from my roommate 9 years ago- I visited the store but started coming more frequently after I left Logan- I became interested in investing when I found the owner loan program.
- M. Strode: I was hosting a panel at a co-op conference and I had deep roots in the food space. I thought being on the board could serve me in helping grow other food co-ops.
- W. Bush: My sister got me passionate about food systems. I moved to Chicago 3 years ago, about a year after I joined the Dill Pickle the timing of the board elections worked out.
- T. Martin: I'm into community investment and ownership by the people and the cooperative made perfect sense in that nature. I want to take the knowledge to different communities to empower!

6:15 **Meeting Agenda**

- M. Strode: I've sent some policy consent items for review via email, that I would like to have approved.

6:16 **Owner Comments**

- Cara Sawyer: I was talking with a couple folks who were member owners who were owners at the old store, and we feel like there is a lack of institutional knowledge and a lot of silo happening. There is a lack of communication and if that lack of communication could be addressed it would help all around.
- Sharon Hoyer: Similar comments to Cara- I appreciate knod to institutional knowledge, I'm extremely concerned about the financial concern and the emails that have been going out recently.
- Brian Solem: I want to learn how I can best support the coop in this very scary moment- how to own my ownership.
- Melissa McEwen: [in chat] I'm mostly here to observe as well but was interested in ways to support the Union.
- Brekke Bounds: [in chat] I'm mostly here to observe today and +1 to Cara and Sharon and Brian.
- Zack Frazier: [in chat] Ditto
- V. Birkbeck: We are working on addressing these things, we simply don't have the capacity, but we completely understand.
- B. Auerbach-Lynn: Thank you for joining everyone. We welcome your help here, the board has addressed specific strategies for the financial part- the rest to echo Victoria we just don't have the capacity.
- R. Reynolds: I just want to say that the current board members have pulled some of the tightest operation systems and foundations so I want to hold space for y'all and recognize the professionalism and accessibility you've brought to the situation. I also want to hold space for pathways of engagement that we're working on- we're doing the best we can and you're doing a great job at that.
- M. Strode: I am one of two senior board members on the board- institutional transfer is certainly a challenge, I've been able to go back and reflect on other institutional challenges. If anyone is interested in joining the board we are now in recruitment! The OLC meets weekly- we're thinking of ways to engage owners, and this was a key part of our discussion at our annual meeting. We have a quarterly owner forum meeting, and it was a bummer to see 1 person there last time but it was a positive meeting. Our owner forum meeting is where we can have a longer conversation about all of this and engage owners.
- R. Reynolds: [in chat] As a board member who left and then came back again, it was a really beautiful experience to see how the board has evolved. I highly recommend folks consider who would be new to that, former staff or former board members!
- W. Bush: Do any owners have ideas about engagement? Please put them in the chat- thank you!

6:29 **Operations Report and Q&A**

- B.Auerbach-Lynn: June has bad sales numbers. Is there any other context or guidance about sales and our trajectory?
- I. McCarthy: Weather has not been good to us in regard to sales. I know that affected us especially while I was on vacation. Sales were bad during the tornado warnings, people were deterred because we had mask mandates.
- R. Curtis: If we use the May demonstration as a “bar”- it takes a full 6 weeks for sales to bounce back.
- B.Auerbach-Lynn: We don’t have 6 weeks...
- W. Bush: I have a question about the uptick in employee injuries?
- I. McCarthy: We recently had an employee bump their head while they were stocking in the basement.
- S.Terry: With the other workplace reports they didn’t require as much involvement, but to Whytnee’s point there has been an uptick in the amount of workplace injuries so we will have more regular safety trainings. It probably has to do with new people coming in and management taking our eyes off of safety presence on a day to day basis. We should come up with promotions or appreciations that are rewarded for working safely on a day to day basis.
- I. McCarthy: We have a safety and sustainability meeting that meets twice a month, we’ve been doing well.
- T. Martin: Update on alcohol + beer + wine?
- TAL: Alcohol has taken a dip now that bars are open. We will be transitioning back the cafe to eating space as Meredith with NCG has suggested.
- B.Auerbach-Lynn: Have we hit that higher level with UNFI?
- I. McCarthy: We’re getting closer! Keep in mind it is a “long game” type of thing...
- V. Birkbeck motions to accept the report; all in favor.

6:41 **Next steps: Financial turnaround**

- V. Birkbeck: I think it’s clear we are very low on cash and we are trying to get 100k by August 1st, and the EIDL loan is up in the air. Is there any path forward for us without the EIDL loan?
- I. McCarthy: There are lots of other loans that we can apply for, but the EIDL loan is the best way for us to go.
- V. Birkbeck: How long can we survive? And how do we decide when to take new action?
- B.Auerbach-Lynn: Not only do we need the 100k but we need to increase sales. My macro-vision: we need enough money to get through the short term but we must increase sales.
- I. McCarthy: My next move is that I will be creating a meeting with our lenders to see how to improve merchandising will help. They’ve been impressed with the turnaround so far.
- B.Auerbach-Lynn: Effectively, I’ Talia sent out an email 2 days ago talking about positive union progression, and saying that we have 2 payrolls of cash. We’ve had 3 owners reach out and I with a loan. Both board and nonboard- there is macro strategy and visioning that can happen but we need boots on the ground action. I’ Talia and Rob talked about doing something in the store along the lines of “we want to continue to be your community grocer”.
- I. McCarthy: We will be launching a crowdfunding campaign to grow financials.
- B.Auerbach-Lynn: We can fold the crowdfunding into the reach outs- lots of people want to help but can’t give a loan.
- R. Reynolds: [in chat] Worthwhile reminder: WE never finished our original Capital Finance campaign... we left off with \$~80,000-100,000... so to some extent, this is the need to fulfill that original capital campaign goal
- V. Birkbeck: Are you waiting to hit a certain point until we accept a loan? I would maybe like to set a target date and amount where we don’t process new loans until we’ve hit that certain amount.
- B.Auerbach-Lynn: In the conversations we’ve had so far, we’ve communicated the financial status in our ask- we haven’t been disingenuous about where we’re at right now.
- R. Reynolds: We have 2 things happening at the same time- wanting to connect more and heal relationships but also feeling a barrier to participation. In our communication about sprinting to a deadline, can we address repairing our relationships with owners?
- B.Auerbach-Lynn: Big relationship issue in my eyes is the union and the messiness of the last few years... how do you re-engage folks where there is progress but not fixed?
- V. Birkbeck: The Big Dill event is happening on the 31st- that could be helpful!
- M. Strode: I want to reiterate that the Owner Forum is a place to have this conversation. We can move this conversation to a more expansive space- very open to having deeper conversation!
- B.Auerbach-Lynn: If you want to get involved, reach out to me!

- V. Birkbeck: Sign up on Board Slack for people to be at the Big Dill event. Brock and I will work on financial focused Brine issue
- M. Strobe: We will discuss top line talking points for the owner forum in August.
- B. Auerbach-Lynn: We can canvas at the Far Mar!

6:59 **Board Perpetuation**

- V. Birkbeck: What we want to know is current directors- we have an election coming up in the fall and who is planning to stay with us? I will run again!
- B. Auerbach-Lynn: I will stay!
- M. Strobe: I will stay!
- W. Bush: I will stay!
- T. Martin: I will stay!
- ROBERT: I will stay!
- V. Birkbeck: WE're holding off election conversations because there's more pertinent stuff happening

7:03 **B3: Asset Protection**

- I. McCarthy: Corrections: 4 is compliant, and I forgot to change the date
- M. Strobe: One small correction 3.4 - "ANTI" virus software
- T. Martin: Regarding liability insurance- can we shop around for something like this?
- I. McCarthy: Yes! We can! I've been happy with it.
- R. Reynolds: Questions around pathway to compliance for B3.6?
- V. Birkbeck: I'd like an update every month and see at all levels what we can do
- I. McCarthy: I will include it in the operations report moving forward.
- V. Birkbeck motion to approve Report; all in favor.

7:09 **B5: Treatment of Consumers**

- I. McCarthy: Maybe we can post the most popular customer comments + answers in the brine! [Board agrees]
- V. Birkbeck motion to approve Report; all in favor.

7:11 **D1 Unity of control**

- M. Strobe: We've continued with normal policy governance- we are no longer using the Slack method.
- R. Reynolds: Any thoughts?
- I. McCarthy: Doing great!
- W. Bush: I feel comfortable with it!
- V. Birkbeck motion to accept that we are in compliance; all in favor.

7:15 **D2 Accountability of the GM**

- V. Birkbeck: Interesting policy with an organization in such bad shape?
- R. Reynolds: How has the board adapted?
- T. Martin: There's multiple fires that need to be put out at the same time.
- M. Strobe: We've been having conversations around the review period- how do we set expectations? We had a really good review period that speaks to this policy.
- I. McCarthy: No instructions were given but we've created a fluid communication with the board- Sharif, David, Rob. I don't think any boundaries have been crossed. I think the board has been direct with me about what they expect from me and what I need to do- I meet with the board every week and I think we have a great relationship!
- R. Curtis: I've never felt like you've crossed a boundary!
- B. Auerbach-Lynn motion to approve compliance; all in favor.

7:20 **Approvals**

- M. Strobe: **Adding to approvals**
 - "Added B6.12. Fail to conduct a staff survey at a minimum of every two years.

- Added B7.5c a staff member who serves on the board cannot in turn adhere to C5 (Directors' Code of Conduct)
- Amended C3.6 The president shall circulate a draft agenda to directors for input within two weeks before each board meeting, to be closed and advertised to owners one week prior to the next meeting.
- Added C4.6 Every meeting shall begin with an open session for comments from owners, staff, or other invited participants.
- Added C5.8 Staff members who serve on the board will be required to take a leave of absence from the board if they are on probation for any reason. Staff members who serve on the board will be automatically terminated from board services (or required to resign) when their staff service ends for any reason. Said staff member would be eligible to run again in no less than 6 months from termination or resignation.
- Added C5.9 Staff members who on board will review Columinate's CBLD Field Guide "Staff on the Board" by Marilyn Scholl as part of their orientation and adhere to its best practice recommendations on conflict of interest and drawing a clear distinction between their dual roles as staff and board member."
- V. Birkbeck: I Talia can we get a shoutout for the DEI Charter meeting?
- I. McCarthy: It is Monday July 26th at 6pm! Email Madi or me if you're interested!
- I. McCarthy: I will be updating officers on the liquor license.
- Victoria motions to approve; all in favor.

7:24 **Upcoming Items, Next Agenda**

- [Board agrees with what we have planned for August's Board meeting]
- M. Strobe: Check Columinate for trainings! In the Owner Linkage Committee meeting we will go into board recruitment. In the Finance Committee meeting we will discuss margin.
- I. McCarthy: Our first quarterly sustainability meeting is tomorrow- it is open to everyone!

7:29 **Meeting Assessment**

- R. Montoya: Overall the meeting was good!
- T. Martin: I felt the meeting had a good flow, we spent time in areas that we needed to focus on- we didn't get as sidetracked as we can sometimes. I would grade it as overall a pretty good meeting..
- W. Bush: I think it went well! More efficient!
- M. Strobe: Perfect bike riding weather!
- B. Auerbach-Lynn: It was challenging and exciting!
- V. Birkbeck: It went well- you all are champs and keep me going.
- I. McCarthy: I am so happy to see so many people on the phone call- seeing people here is encouraging!
- R. Reynolds: Really coming with clear asks from the people that came! The things that help are recruitment and reminding folks that there are already avenues to get involved- how are we going to convert these visitors into action?
- B. Auerbach-Lynn: I'm working with Community Solar to speed up payments, he agreed to do that!
- W. Bush: Are we publicly tracking our 100k goal?
- I. McCarthy: We're talking about this tomorrow

7:36 **Adjourn**

- W. Bush motion to adjourn; all in favor