



Board of Directors Meeting  
**Monday, January 18, 2021** via Zoom  
Facilitator: Rebecca Reynolds | Minutes: Madi Kay

**Directors:** Victoria Birkbeck, Peter Frank, Mike Strode, Teresa Meza, Whytnee Bush, Troy Martin, Brock Auerbach-Lynn. **Absent:** Robert Montoya, Don Washington. **Owners:** l'Talia McCarthy, Nancy McClelland, Madi Kay, Rebecca Reynolds, Erin Jaworski, Tim Magner, Suz Evans, Jacob Victorine, Mary Bowman, John Mancini, David Nobel, Carolyn Hersch, Tatum Evans, Robert (Last Name Unknown), Gabe Galloway, Will Murphy, Jess Nimm, Phillip Shoemaker, Rebecca Computer, Jessico Dickerson, Bob Weston, Ty Healy, Anya Maziak, Jordan White, Sean Shatto

**6:02 Opening**

- Review of meeting norms.
- Director Check In: What does MLK day mean to you? What did you do as a day of service?
  - B. Auerbach-Lynn: It's about continuing the work... both the work that is behind us and what is yet to come.
  - W. Bush: It's about looking ahead to what we can do to impact the community at large and moving forward with inspiration
  - R. Reynolds: DPFC is how I contribute to making the community more equitable and fair.
  - P. Frank: This day has changed for me over the years as my children are learning about MLK, I've switched to focus to my kids and how I can teach them. Focusing on how I can get rid of the "disney-ification" of his legacy and get my kids to learn and absorb.
  - D. Nobel: We have a long way to go... It's a work-in-progress, and on Wednesday we will see this work continue.
  - V. Birkbeck: I spent time over the weekend rereading speeches.
  - T. Martin: I like to take it as a day of reflection- I'm always trying to learn something new about history. I'm reading a book about the black experience in business.
  - T. Meza: My brother's birthday is on the actual birthday of MLK. Over the years we are all becoming more aware of the radical ideology that has been wiped away in history books- he had a lot of radical, progressive and all inclusive ideas, My view of him changes dramatically every year.
  - M. Strode: ground ourselves in anti-capitalist thought
  - I. McCarthy: I spoke to the Black Student Union at my brother's high school about how cooperatives have played a role in uplifting black lives.

**6:10 Meeting Agenda**

- V. Birkbeck proposes to potentially add 5 minutes at the end of the meeting for a conversation regarding Vice President.
- V. Birkbeck proposes to add 10 more minutes for owner comments if necessary.
- P. Frank motions to approve agenda and all changes; all in favor.

**6:14 Approvals**

- R. Reynolds checks to see if all members have read the material. All reply yes, and have no questions.
- R. Reynolds moves to approve consent agenda and approvals; all in favor.

**6:18 Owner Comments** (Listening, Mike)

- J. Mancini: Comments based on recent statements from Dill Pickle. One statement was made to Union and another to the public. Public statement was regarding financial standing and instability while the statement to Union was "we don't think that this pandemic warrants hazard pay because we don't see these as hazardous conditions". I see this as ridiculous. New strain has landed in Chicago- we know that there are managers who work from home and if the

situation wasn't dangerous why would they not work in the store? I think there should be better communication and open dialogue. It's offensive to say that conditions are normal and it sickens me that the manager would say that.

- J. Victorine: Thank you for having me, I'd like to comment about hazard pay. A number of issues already covered here, but I don't really feel like the amount of excuses is acceptable. I see Dill Pickle as a community. I have been an owner for a long time and I haven't received a reach out regarding donations so that Hazard Pay can happen- I would be willing to donate. People are putting their lives on the line and doing something that is critical in terms of supplying food for the community. The union is asking for something reasonable, it needs to be addressed reasonably and IF it is financial I'd like to see a reach out to owners.
- M. Bowman: I'm a nurse and I've been an owner for several years... I want to support the Dill and I've been on the whole happy with work protection. I've been disappointed that Hazard Pay is being denied, since it's included in the contract as a point of bargaining. Why has there not been a discussion with workers? It's unclear what the issue is, and if it is financial then why hasn't a counter offer been proposed? Especially since this meeting was called on MLK Day, and he was assassinated the day after he joined a union strike. This is what we want and there's no reason you should go against it when it's what's fair and right.
- S. Evans: I worked for the pickle when the new store opened, and during pandemic. I think owner customer base and non owner member base would all be on board with hazard pay. The relationship between quality of work and receiving Hazard Pay is a direct link. During this pandemic I've seen old coworkers visibly exhausted and it's a big red flag, I'm worried about my old coworkers. You have taken away hazard pay when the numbers are going up and it is more risky to work now than before. And the argument can't be money- you can make as much money as you want, no cap. The staff is fighting for more money.
- E. Jaworski: Owner loan program frustration. 6 year loan due on 1/7/2020 and I haven't heard any communication regarding loan or rollover. The frustration is less about the money and more about the lack of communication. I know I am not the only one who has experienced frustration with the Dill Pickle dropping the ball on their end in regards to owner loans.
- T. Magner: Is the Dill Pickle eligible for PPP? (N. McClelland replies no) I was aware of a plan to do direct marketing to the surrounding neighborhoods, is there an update regarding this plan? I want to also express my frustration with the lack of conversation regarding Hazard Pay between Management and staff/community, why is there no conversation?

#### RESPONSES:

- V. Birkbeck informs folks that for those interested in the financial situation, Nancy has created a Profits & Loss document that we can share that will expand on our financial situation.
- I. McCarthy shares that we received a PPE loan received 7/1 and we have gone through that money. We did have discussions regarding Hazard Pay with the Union during our Bargaining Session, and we informed them that we were ending it on October 1st.
- M. Strode invites folks to the Owner Forum and provides information. We will link financial updates and financial state of the Dill Pickle and provide as much transparency from the Board as possible.
- R. Reynolds motions to extend the meeting 15 additional minutes; all in favor.

#### 6:38 **Operations Report and Q&A**

- R. Reynolds asks if everyone has read the Operations Report; all confirm.
- B. Auerbach-Lynn: Basket size grew significantly, and falling number of transitions- correlated to less folks frequenting the store. Can we do anything to increase basket size to counter balance fewer transactions?
- I. McCarthy: We will continue to see high basket size and lower transactions until the pandemic is over. Keep in mind these numbers don't account for Mercado either.
- N. McClelland: December 2020 total store sales amount is inaccurate.. (Operations Report comes out so quickly that some numbers aren't accurate).
- B. Auerbach-Lynn: Is the margin mentioned a typical margin amount for mercado?
- T. Mez clarifies that take home Mercado sales look higher on the dashboard than actual.
- T. Meza clarifies that "unique customers" should actually be visitors to the site... visitors versus customers.

- B. Auerbach-Lynn: Re: billboards... lots of housing projects coming up. Are we planning to target these new housing structures? That is a big captive audience, even in the packet that the housing units provide could be great.
- D. Nobel: I want to next go the transit route (i.e. more busses/trains etc) but I will look into housing structures.
- T. Meza: I'm talking to Paul Williams about revamping the owner needs program.
- T. Martin: It would be great to add LINK information to a billboard.
- V. Birkbeck motions to approve operations report; all in favor.
- T. Meza motions to approve new owners and owner's equity repurchases; all in favor.

6:48

## **A: Global Ends**

- R. Reynolds: We will first have each director present their understanding of each topic and then go on to discussion of how to make decisions based on this.
- *Thriving Community: Mike & Whytnee*  
M. Strode: How do we get a deeper engagement with our ownership? What can we do? There are opportunities within the Owner Linkage space. What's happening within management to build a better relationship with staff? Seeing new faces on the board is exciting. I think we're on a good track.
- *Equitable Economic Relationships: Peter & Troy*  
P. Frank: Important thing that stuck out to me was the difficulty of pulling off the balance between food producers, consumers, and workers. Grappling with the balancing of these stakeholders. We have overdue owner loans (consumers/union), we have vendors that we need to pay (vendors/producers), and we have workers that need to be compensated (workers/Union). We need to think about these things while thinking about equitable economic relations. Consumers/owners- who are our members? Who are they not? What period of time does the data cover? Numbers would be helpful, as well as trends and benchmarks. We should be tracking these over time so we can also recommend a path forward. Re: producers... it is easy to screw over our producers. It's very important to keep accounts payable at 60 over 0.  
T. Martin: More on the relationship between consumer-owner-worker... our job is tougher where we need to be more self-aware and intentional with how we address these things. The new intro to the link-match program is moving in a great direction to engage the community! Important to create more revenue and then pay producers on time! Producers are the heart of the store, and we need to do better at that capacity. I'm optimistic about marketing/outreach of these programs... engage different parts of the community. We need to know what the market looks like so we can be strategic about how we're serving them. These points all attach themselves to a thriving community aspect... customer interaction in a healthy way, and commitment to higher wages.
- *Positive Environmental Impacts: Victoria & Robert & Brock*  
B. Auerbach-Lynn: There are many environmental initiatives- some owner led and some store led. There seems to be high level goals but not strong actionable goals i.e. "can we achieve this in a year's time". Can we focus on measurable things? Having goals moving forward would be helpful to see if these things are going up or down. Obviously thinking about how to do these improvements over time. I'm excited about the initiatives that we saw, and how do we communicate these to owners? We also need to think about whether or not we have the bandwidth to do things that aren't immediately mission based. Understandable that we need to survive in order to move forward. Are there opportunities to engage owners and staff? Find small ways to change things. Victoria and I were talking about is there one simple thing we can work on during the upcoming term? Something measurable? Is there something proactively that isn't huge, rather than trying to do everything?
- *Inclusive Practices Grounded in Cooperative Values: Teresa*  
T. Meza: l'Talia reports noncompliance for report in sept 2021. Can we get evidence of where we are being inclusive as a coop i.e. product selection, bilingual signs, link availability, hiring tools. Percentage of staff that is POC is 45%, and it would be useful for future reports to have a breakdown of where these percentages land i.e. expanded to provide percentages of hourly staff versus management. We'll be able to focus more on these things when COVID isn't our main focus. The main thing we can do now is get our Coop staff familiar with the cooperative model and structure.
- P. Frank asks a question about the possibility of employee ownership as part of the plan moving forward.
- I. McCarthy: We spoke about potential for employees to be able to opt in so part of their pay goes to becoming an owner.

- V. Birkbeck motions to accept the Global Ends Report; all in favor.

### 7:03 **A: Global Ends**

- T. Meza wonders re: HOO program, how did that get to be 16k? Where is this data from?
- I. McCarthy explains that this is the fiscal data for the whole year.
- B. Auerbach-Lynn suggests we simplify these metrics- are there a couple of key things we can prioritize and streamline to see if we are making progress? Spend less time on data collecting?
- I. McCarthy mentions Madi is beginning to work with Co+Efficient so we will have hard numbers.
- W. Bush: Can we do an anonymous cost-effective Columinate survey for the staff?
- I. McCarthy: We're not sure how anonymous the function in Paylocity is but are potentially looking at Paylo surveys. It needs to be provided by a third party so employees can trust that it's anonymous.
- P. Frank inquires about Member Survey and D. Nobel replies that it is on his list of things to do.
- R. Reynolds confirms that no changes to data are being requested and all confirm.
- T. Meza suggests that a timeline would help us move forward.
- R. Reynolds suggests that maintaining timely AP and an Owner Loan Payment Plan would be helpful.
- B. Auerbach-Lynn says right now we're dealing with a lot and maybe we revisit when we have capacity.
- M. Strobe consults the decision timeline and suggests we monitor this again in Sept 2021.
- P. Frank proposes to revisit the following in a month: A path forward for equitable and inclusive practices, for Accounts Payable to maintain over 60 days at zero, and a consideration for repaying owner loans as a path forward.

### 7:13 **Discussion**

- V. Birkbeck: A long term strategic question for me is FOCUS- we feel spread thin focusing on all of our Ends. Does positive environmental impacts make sense as an ends Policy strategy-wise? Do we need to make focus more narrow?
- B. Auerbach-Lynn: agrees to narrow it down to a couple of action items to give to operational team as a way to say "we are prioritizing these things"... Maybe the discussion is "during covid time this is what we can manage" and post-covid this changes.
- M. Strobe: Thinking about what we can impact, thinking about owner linkage committee and how we can speak to owners, build relationships, draw it back to the store. Thinking about how to revitalize the community.
- P. Frank mentions the future of stakeholder groups and how/if the workers should be owners, is this a valuable thing to do and how we get there.
- T. Martin: Agree with overarching idea of focus in relation to obstacles. We need to focus in on where we want energy to be and the conversation needs to include addressing loan-ownership, making sure people are getting paid.

### 7:28 **Discussion**

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- M. Strobe wonders if there is a way to convey to community the Environmental Impact Plan that is held at DP. Is there an annual report for DP? Is there a way to articulate shared vision to community?
- B. Auerbach-Lynn: Are there ways to further engage owners who want to contribute? Ways to improve loans and engage with board? Creating an impact report? (W. Bush agrees and Impact Report would get ownership more excited and engaged).
- P. Frank: It's powerful for folks to know how we use our ends and how our priorities are set and measured.
- T. Martin mentions importance of highlighting our partners and vendors to the community- contributes to community feel.
- T. Meza: There is a pileup of owner cards, I have begun reaching out to owners to get them their packets/cards. Working on an online version of packet and streamlining the owner registration process.

### 7:43 **Additional 5 Minutes for BOD Position Approvals**

- V. Birkbeck motions for M. Strobe to become Owner Liaison and B. Auerbach-Lynn to become Vice President; all in favor.

7:48 **Upcoming Items, Next Agenda**

- W. Bush proposes moving B9 GM Succession to February and B8 Board Logistical Support to April. (Reasons: V. Birkbeck shares that Celeste said B9 was out of date); all in favor.
- W. Bush will be adding Policy Calendar to Board Calendar.
- V. Birkbeck: We will put I'Talia's annual review in scheduled item column.

7:53 **Meeting Assessment**

- V. Birkbeck: Interesting to try new format for global ends discussion. This was an experiment I'd love feedback.
- P. Frank: Remarkable turnout of Owners when we're talking about Global Ends- very grateful for board members stepping up in different ways.
- W. Bush: Grateful to hear diversity of opinions.
- B. Auerbach-Lynn: Really like process of going through Ends report- worked well.
- T. Martin: Shout-out to I'Talia for working on report- I can see the effort. Really like the format of Global Ends Report. Excited about the future!
- M. Strobe: Enjoyed format! Good discussion around Report.
- T. Meza: Getting a better understanding of coming to consensus. Thank you owners for coming and staying.

7:58 **Adjourn**

- M. Strobe motions to end the meeting; all in favor.