

Minutes

Special Member Meeting

September 14, 2019

Plainfield Town Opera House

Board President Sarah Phillips called the meeting to order, and introduced Andy Robinson, who facilitated the meeting. There were more than double the number of people in attendance required for a quorum (about 73 people attending, of whom about 68 were members). It was hard to get a precise count because people drifted in and out of the meeting.

Andy Robinson prepared a powerpoint presentation, which is available on the Co-op website as an addendum to these minutes

Bob Fancher invited people to join the marketing committee.

Gail Falk explained that the Co-op was instituting a pledge system, asking customers to pledge in writing to increase their spending in the coming year. This was in response to the large number of people who said in a recent member survey that they were willing to spend more in 2019-20 than they spent in 2018-19. Pledge cards were distributed to attendees.

Robinson summarized the financial situation of the Co-op, and Treasurer Giordano Checchi and General Manager Jean Hamilton gave additional detail and answered questions. They said that the financial status of the Co-op has improved substantially over the summer as the result of increased shopping, increased pre-buys, and careful staff controls on expenses, but we are now entering the time of year when spending traditionally decreases. Some members wanted to know the specific cause of the previous winter's financial crisis. Hamilton said that there was no single factor: The Co-op has historically gone through cycles of financial crisis and financial improvement. Historically, the Co-op has not had enough income or savings to pay for needed management, equipment, salaries and building improvements; this creates an unstable situation where any crisis can send the store spinning into a new crisis.

To put the store on a sounder footing, the Board presented the members with four paths forward. A description of the four options had been posted in advance on the Co-op website. The four options were as follows:

Partnering with Hunger Mountain Co-op.

Transferring ownership to an employee collective.

Relocate the store to Route 2.

Cultivate the business at the present location and retain the current management structure.

The four options were discussed vigorously. There were many questions. Many people present participated by asking questions or offering information or opinions. After a lengthy period of discussion Robinson asked the members present to indicate their choices by placing 3 red dots and 3 green dots on

wall sheets. The green dots indicated a member's willingness to volunteer to work on the option. The red dots indicate the member's preferred path or paths (members could put all their dots on one choice or "vote" for more than one option. The option of "Cultivating the business" had the most red and green dots; Employee ownership had the fewest. See a photo of the all sheets on the attached page. Robinson explained that Board will study the responses and develop a path forward based on the choices of the members, and will inform the members.

Because there had not been a quorum present at the Annual Member meeting in April, Board elections were held. Sarah Phillips explained that the Board can have 5 to 7 members. One member is resigning, and 3 people are running for the board, which means that two additional members could run for the board. She asked for nominations or volunteers from the floor, but there were none.

She then explained that the Board had reviewed the section of the By-laws (Section 4.01) which says that members on the Board can serve for a maximum two consecutive three-year terms. The board believes that this is not a lifetime ban on future service for a person who has served two terms and that a member can run for the Board again after having been off the board for a period of time. She asked for a show of hands by members present to ratify this interpretation, and there was overwhelming agreement. Phillips presented the three candidates for election:

Giodano Checchi running for a second term

Charlotte Domino running for the first time

Les Snow, a former board member, seeking to return to the Board after an absence of several years.

All three were elected by acclamation. Pete Boyle was recognized for his service.

The meeting was adjourned at approximately 6:15 pm.

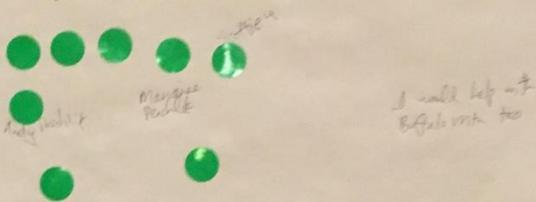
APPENDICES – Photos of Dot Pages and Volunteers

HUNGER MTN. PARTNERSHIP

VOTES



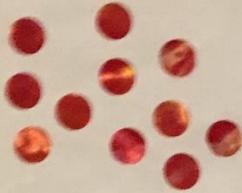
VOLUNTEERS



Hunger Mountain Partnership Volunteers: Marianne Perchlik, Andy Perchlik, Scottie Harrison

EMPLOYEE OWNERSHIP

VOTES



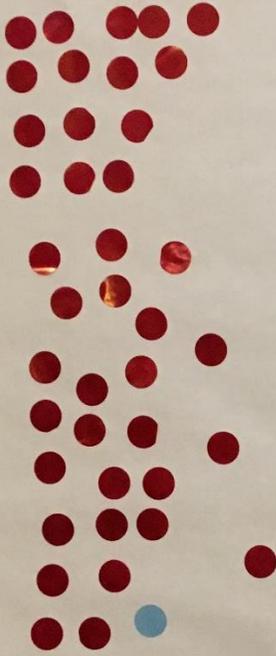
VOLUNTEERS

- Karen Starr
- Josh Pitts

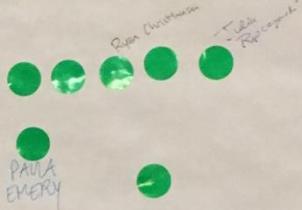
Employee Ownership Volunteers: Karen Starr, Josh Pitts

RELOCATE TO ROUTE 2

VOTES



VOLUNTEERS



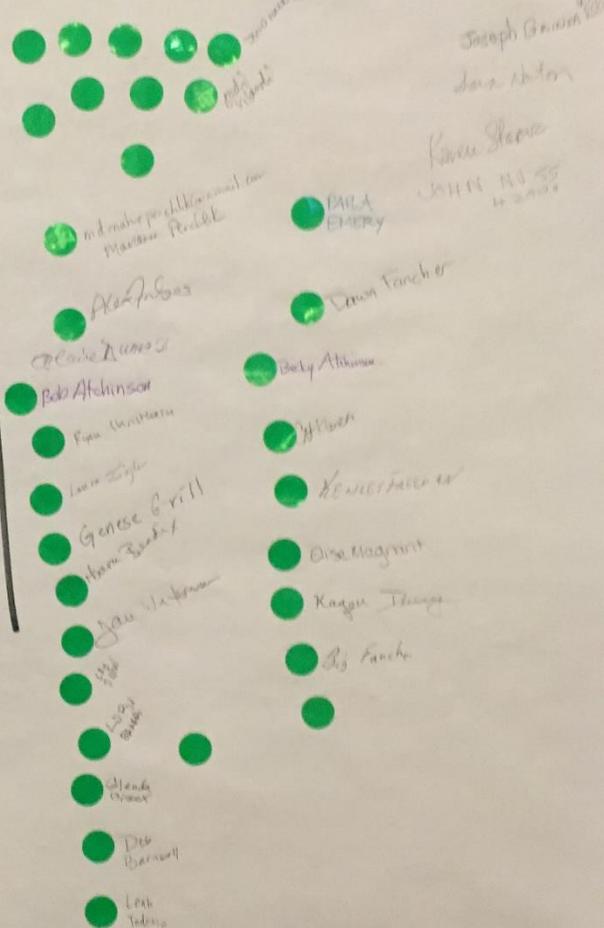
Route 2 Volunteers: Paula Emery, Julia Rapczynski, Ryan Christiansen

CULTIVATE CURRENT BUSINESS

VOTES



VOLUNTEERS



Cultivate Current Business Volunteers:

Jodi Vilardi, John Harrison, Joseph Gainza, Sara Norton, Karen Starr, John Nuss, Paula Emery, Marianne Perchlik, Dawn Fancher, Becky Atchinson, Bob Atchinson, Ryan Christiansen, Claire Dumas, Alex Forbes, Elise Magnant, Kagan Dewey, Jan Waterman, Genese Grill, Laura Zeigler, Cat Klarich, Kenley Freeman, Bob Fancher, Les Snow, Maura Bendix, Lori Baker, Leah Tedesco, Glenda Bissex, Deb Barnwell