

Minutes of the Tuesday, April 27, 2021 Park Slope Food Coop General Meeting

The monthly General Meeting of the Park Slope Food Coop was held on Tuesday, April 27, 2021, beginning at 7:10 p.m., and was conducted using the internet communications platform Zoom. All votes were taken using Simply Voting software. Several weeks beforehand, an announcement about the scheduled meeting and the agenda was posted on the PSFC website, foodcoop.com, inviting members to sign up to attend and participate. A Zoom link to the meeting, along with the agenda, financial statements and the previous GM's minutes were sent by email to attendees about an hour before the meeting. A separate email with the Simply Voting login information was sent to the attendees around the same time. At 8:28 p.m. the chair committee reported that attendance at that point in the meeting was 207 members.

Chair Committee Introduction to the Meeting

The meeting chair Dan Hegwood introduced the meeting format and explained the protocol for asking questions and making comments. Chair Committee member David Moss assisted as chair secretary.

Open Forum

The chair opened the floor for open forum. Several members raised questions, criticisms, views and shared information.

Treasurer's Report

General Manager/General Coordinator/Treasurer Joe Holtz presented a financial report, referring to a 13-page report which had been made available to attendees via email an hour before the meeting. Joe also referred to a Zoom slide presentation. The chair opened the floor for questions on the financial report.

Reports from the General Coordinators

General Coordinator Elinoar Astrinsky addressed the meeting to present a facilities and product report. The chair opened the floor for questions on Elinoar's report. General Coordinator Jessica Robinson addressed the meeting to present a report on the status of new member orientations, the results of the recent survey to assess the readiness of members to start working again and the return of the member labor system, projected for July. The chair opened the floor for questions on Jessica's report.

Committee Reports

Diversity and Equality Committee member and co-chair Maitefa Angaza addressed the meeting during Open Forum to announce that the new name of the committee is Equity, Access and Culture Committee (EACC).

International Trade Education Committee (ITES) member Bart DeCoursy was prepared to give a committee report, but was unable to do so as the meeting was short on time.

Agenda item 1 – Dispute Resolution Committee Election

The chair addressed the meeting to explain the voting procedures for the two agenda items to follow. Dispute Resolution Committee member Grace Protos addressed the meeting to describe the purpose of the committee and to introduce election candidate Elena-Margarita McCalla. Elena addressed the meeting and answered questions. The members voted. Elena-Margarita McCalla was unanimously elected to the Dispute Resolution Committee, with 164 yes votes and zero no votes.

Agenda item 2 – Proposal to Approve the Hudson Valley Farm Coop

Coop member Jonathan Farber addressed the meeting to introduce the item. After allowing for questions, the chair invited the presenter to move that, "The coop create a committee to form a new cooperative business, originally sponsored by, but separate from, the Park Slope Food Coop, called the Hudson Valley Farm Coop. The Hudson Valley Farm Coop will acquire, improve, and operate 15 farms for the benefit

of its shareholders and the wider community. The Park Slope Food Coop will not own or operate the new Hudson Valley Farm Coop, or any individual farms, or assume liability for this separate cooperative corporation. The Park Slope Food Coop will not be obligated to enter into any purchasing or other agreements with the Hudson Valley Farm Coop. The committee will be composed of up to nine Park Slope Food Coop members and the General Manager of the Park Slope Food Coop. The committee will draft the business plan, prepare the financial offering, and recruit additional project sponsors from the public, private, and nonprofit sectors. This venture combines activism and entrepreneurship and leverages the power of the Park Slope Food Coop to have a positive impact on climate change and our food system. The proposal includes a provision for the Park Slope Food Coop to invest up to \$10,000 in shares if the Hudson Valley Farm Coop venture launches, at the discretion of the committee.” The motion was seconded. The meeting debated the motion. The motion, as stated above, was repeated and members voted. The meeting voted in favor of the proposal to form the Hudson Valley Farm Coop committee, with 91 in favor and 74 against. This is a provisional approval of the new committee, as per the GM’s “Structure & Reporting Requirements for New Coop Committees.” (Copy attached and located at <https://www.foodcoop.com/wp-content/uploads/2016/03/GM-Lit-Committee-Formation.pdf>)

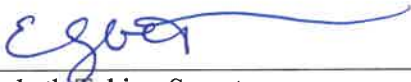
Presentation of Minutes

The chair opened the floor to Coop secretary Elizabeth Tobier who presented the March 30, 2021 GM minutes.

Board of Directors’ Meeting

The chair opened the floor for the Board of Directors’ meeting, chaired by Bill Penner. Five board members were present: Rachel Asher, Joe Holtz, Bill Penner, Imani Q’ryn and Susannah Tamarkin. Allen Zimmerman was not in attendance. All members of the board present voted in favor of accepting the advice of the members on the minutes of the March 30, 2021 General Meeting. All members of the board present voted in favor of accepting the advice of the members on agenda item 1, Dispute Resolution Committee Election. All members of the board present voted in favor of accepting the advice of the members on agenda item 2, Proposal to Approve the Hudson Valley Farm Coop.

The chair adjourned the meeting at 9:25 p.m.



Elizabeth Tobier, Secretary
Park Slope Food Coop
Brooklyn, NY
May 20, 2021
(Approved by the May 25, 2021 PSFC GM)

Structure & Reporting Requirements for New Coop Committees

approved by the GM March 29, 2005

Proposal

"The membership should be informed how all newly formed Coop committees will handle issues of governance and process, how they will define their mission and scope, how they will be composed and how often they plan to report back to the GM on their work. New committees should consider and answer, at a General Meeting, a set of questions about processes and guidelines. This new requirement for new committees will contribute to the smooth functioning of Coop committees and allow the membership to remain informed.

Below are the set of questions and decisions that new committees should answer either upon formation or within four months of formation. If a GM chooses to approve the "general concept" of a new committee without all the details, this would be considered a provisional approval. Such a provisional committee should then be required to return to the General Meeting within four months of provisional approval (by submitting an Agenda Item in the normal way) to detail how it will handle issues of governance and process. If the committee needs more time they may come to the General Meeting within four months time and make a brief committee report (that does NOT require submission of an Agenda Item) stating that they need a maximum of another two months. Only after the details have been presented at a General Meeting during an agenda item will the committee be considered to have permanent approval.

If, after six months, the committee has not made their detailed report to the General Meeting, the committee will be considered dissolved. This will allow the idea to be made available to another member or group of members who are interested in moving the issue forward.



Scope

- What is the mission of the group?
- Does the committee have specific goals, and if so what are they?
- Does the committee have a goal or final product (for example a report on an issue) in mind?
- What is the lifespan of the committee (is it a permanent committee or will it be temporary)?

Committee Composition

- Will committee members be getting workslot credit?
- How many members will the committee have?
- How will members be selected to participate in the project (anyone who volunteers, are there some special skills needed)?
- Will the membership have the opportunity to know a bit about the people who are on the committee (via the Gazette or the General Meeting)?
- Will members be elected by the General Meeting?
- Will there be terms of service?
- Will there be any sub-committees?
- Will racial/ethnic diversity within the members on the committee be addressed?

Governance

- What will the committee structure be?
- Will members of the committee have positions (like secretary, for example) or not?
- How will committee votes be decided? By majority or consensus?
- Is there a minimum number of members from the committee that need to be present for a vote to take place? For example, if the committee has 15 members would you need to have a least 9 people (60% of the total) present for a vote to count?
- How often will the committee meet?
- When will it meet and where?
- Which member of the committee will be the main contact with the Coop staff?
- How will the committee handle replacing members who leave the committee?

Member Participation and Reports to the Membership

- Will the meetings of the committee be open to the General Membership?
- How far in advance will the meeting dates be announced? Where will they be announced?
- How often will the committee come back to the GM to report on its progress?
- How will a record of the committee's work be kept? Will someone take minutes?
- How will the committee communicate with the membership – via the Gazette, via its meetings, via the General Meeting reports and agenda items, via an e-mail address or website? —submitted by the General Coordinators