



Policies & Procedures Committee

Meeting Minutes – March 18, 2020

ZOOM Call

Board: Laura Wright, Kirsten Lindquist, James Kloor, Colin Fiske, Roger

Staff: Emily Walter

Members:

1. Welcome/Introductions/Agenda review and additions

Meeting commenced at 6:04pm. Laura welcomed everyone, and introductions were made.

2. Approval of minutes

January minutes were approved by consensus.

3. Member comments

None

4. Board Qualifications – reported by Laura

Tabled until May PPC meeting.

5. Household Shoppers – reported by Emily

Membership Coordinator Margaret Sataua has been getting requests to add multiple household shoppers to memberships. There are only two fields in the data base to enter two names per membership. Margaret is unclear of how to handle adding additional household shoppers.

The committee reviewed the bylaws concerning the number of household shoppers a membership can have.

6. Annual Report

Following discussion of questions surrounding the Annual Report the committee decided this is a staff issue.

7. General Manager Review Process – reported by Colin

Emily drafted a General Manager process for review. This document will be included in the Board Handbook for guidance and is not a policy. The committee edited the draft document before approving it for the Board Handbook (See attachment A).

8. Board Handbook – reported by Kirsten

Kirsten is in touch with a student at NPA about taking on the project of collecting and writing about the Co-ops history, 1990 to the present. Kirsten has also been in contact with past Co-op employees that are interested in helping by sharing what they know.

9. Employee Directors

The committee discussed if the number of employee seats on the board should be changed to allow more than two employee directors. They also discussed who should vote for employee directors. It was decided that more organized discussion is needed before any actions are taken.

10. Hotlist Items

- Consider inserting language into the Bylaws about supporting/spinning off other co-ops.

11. Next Meeting: May 20, 6pm via Zoom

- Employee Directors – potential impacts of allowing more than two employee directors
- Board Qualifications – follow-up from board attorney

- Number of Household Shoppers Update – report back from staff
- Annual Report Update – report back from staff
- Annual Member Fee – report back from staff

Meeting adjourned 7:46pm.

Minutes by Emily Walter

ACTION ITEMS:

- Emily will contact the appropriate staff to investigate the cost of adding additional user fields to the database and or the possibility of adding household shoppers into the last name of the second user field in the database, separating names by a comma.
- Emily will work with Sean to get the needed answers for the Annual Report.
- Emily will update the draft General Manager Review Process document and include it in the Board Handbook.
- Roger will draft proposed Bylaw changes regarding employee directors and identify all parts of the Bylaws that would need to be updated if the number of employee directors is changed.

ATTACHMENT A

General Manager Review Process

Providing feedback, informally and formally, to the general manager on their performance is at least as important as hiring the right person. The General Managers performance evaluation consists of an annual review initiated by the board of directors.

(Board Policy Manual Section M) The Board will provide the General Manager with clear expectations for job performance, in addition to specific directions as necessary and will hold the GM accountable for both meeting general job expectations and carrying out directed tasks. This management of the GM will occur on an ongoing basis.

PURPOSE

The purpose of the evaluation process is to maintain a strong board/management team by ensuring open and productive communication on an annual basis.

A general manager's evaluation should identify areas of strength and areas for improvement, set goals for future performance and, ultimately, improve communications between the board and the manager. The overall focus of a board's review needs to be on setting goals for the manager, not on the methods or techniques to achieve those goals. Furthermore, evaluations can help a board guide the professional development of a general manager they wish to retain for the long term. And, in those rare cases where the manager is unmatched to the job, a professional and thorough review can make clear to the board and manager alike the need for change of management.

METHOD

All directors must be involved in the evaluation process. The full board must vote to approve the final comments and rankings communicated to the manager. The outcome of the evaluation process must be clear and easy for all directors and the manager to summarize in several key points. The manager evaluation process concludes with a discussion of and adjustments to the manager's compensation.

What Managers Want

Managers universally want evaluations that are in writing and materials that they can review before having to discuss or react to them. They want a dialogue, rather than just a monologue from the board. Most managers find it very valuable to know what employees think and where they would like to see changes. However, many managers described forms or methods for collecting and reporting employee comments that overemphasized personal gripes and unconstructive grumbling about past management decisions. Managers would like to see employee opinions collected through some sort of regular survey process and summarized to highlight general trends, either by the co-op's personnel manager or by outside professionals.

Steps for General Manager Evaluation

These steps, beginning about five months before the evaluation process is to be completed, will help guide a board through a clear and constructive process:

1. Review by the board (or a board committee) of the procedure to be followed and outline of basic steps. Refer to notes from previous evaluations in preparing forms and steps.
2. Plan administrative details such as who will compile evaluation comments and an overall timeline for the whole process.
3. Discuss the upcoming evaluation steps and forms with the general manager. If forms or specific steps need to be revised or developed, ask for the manager's' input.
4. Board agrees on who will be involved in evaluating the GM. These could include but are not limited to Managers, Department Heads and those employed 20+ years. Give individuals 2-3 weeks to complete evaluation forms. If the board wants input on aspects of operations with which it is unfamiliar, collect such comments from department managers by using a separate form.
5. Compile comments and ratings from all directors (done by an outsider). General manager also completes and turns in a self-evaluation.
6. Copy and distribute to all directors a compilation of all directors' comments and the manager's self-evaluation. Directors review all input and prepare to discuss what the overall ratings and primary comments in each area should be.
7. Directors meet in executive session (all directors present, no one present except directors and maybe the outsider/compiler) to review compilation and manager's self-evaluation. Directors discuss and reach agreement on the board's overall statements and ratings, including general goal areas.
8. Prepare written materials providing the board's overall ratings and comments and summarizing major areas for discussion. Give a copy to the general manager.
9. The board meets with the general manager and reviews all materials. Specific goals are discussed and agreed upon following any necessary consultation regarding financial, legal or other impact to the corporation.
10. Prepare final agreements and documentation of the evaluation results for reporting to the board and including in the manager's file.
11. Note improvements to the form or process for future years.