

Onion River Co-op/City Market

Board of Directors Meeting

April 22, 2013

Board Attendance:

Nancy Nesbitt, Board Member

Kevin Duniho, Board Member

Molly O'Brien, Board Member, President

Susan Munkres, Board Member

Charles Baldrige, Board Member, Treasurer

Julia Curry, Board Member, Vice President

Faye Conte, Board Member

Rachel Jolly, Board Member, Secretary

Absent:

Wayne Warnken, Board Member

Also in attendance:

Jarred Cobb, Member Services Coordinator, Board Liaison

Pat Burns, General Manager

Stephanie Ratté, Board Minute Taker

Marc Davis, Member

Serrill Flash, Member

Preliminaries

A quorum was established and the meeting started at 6:00.

Review minutes

The Agenda was approved without any changes.

The March minutes were accepted with the exception of Board Preparation and Board Assessment which were hold overs from the previous month and should be deleted from these minutes. The changes to D11 and D14 will also be identified in the revised minutes as will the attendees of the CCMA conference.

Open Member Time

Charles distributed the revised open member decision tree.

Reports of Recent Activities

NFCA Meeting (3/30)

The Secretary of the VT Department of Agriculture, Chuck Ross, was there and he was supportive and knowledgeable about cooperatives. At the meeting, there was discussion between small startup co-ops and larger co-ops that use NCGA. Also discussed was the surplus of NFCA frozen vegetables and distribution of frozen food when needed.

NCGA Spring Meeting (4/14-15)

Pat and Molly attended in Minneapolis. This was the first time that Board members were invited. Pat and Molly delivered a presentation on Board and GM relationships and the associated roles in co-op expansion. Pat indicated that there were a number of cooperatives who had staff from operations present and that they seemed to be nervous having Board members present. However, the day was geared towards strategic plans, not solely operational. At the end of day, everyone appeared happy with the outcome. The final two days were operational with the focus still on expansion. NCGA is looking to expand the range of services they offer cooperatives.

VT Co-op Economy Panel (4/17)

Molly and Julia sat on a panel at UVM. Panelists included people representing different cooperative industries (e.g. food, housing, producer, banking, worker). Students pointed out that there aren't formal means to learn about cooperatives.

Board Education and Discussion

The Board discussed different methods and opportunities for increasing the understanding about cooperatives among the community as well as topics they would like to learn about regarding the cooperation model.

The Board brainstormed a list of cooperative industries that they would like to learn more about.

They decided to start an education schedule as follows:

Credit Unions and Housing cooperatives for May

Insurance and Workers cooperatives in June.

Board Perpetuation

The Board reviewed the Process Intent statement and Checklist drafted by Susan. Some modifications were identified regarding being more specific on elements on the checklist and how the results of the checklist are communicated to the ORC Membership.

GM Reporting

Monthly GM Report

The Board asked clarifying questions on the report.

B4: Financial condition

The Board reached consensus that the report had sufficient data to demonstrate compliance.

Board Monitoring

D8: Executive Officers

Susan delivered this report finding the Board in compliance.

Future Planning

CCMA Planning

Charles, Faye and Molly will be attending on behalf of the Board

Review BoD Calendar

The Board discussed changes to be made to the Board calendar.

The Board adjourned at 8:35.

Open Member Requests

None needed

Wrap Up

- Molly did a nice job facilitating in Michael's absence.
- Nice to make progress on Board Perpetuation and Board Education.
- Progress is a testament of how well the Board is working together.

Follow up

Susan will compile notes and develop a recognition letter for Clem.

Rachel will contact Credit Unions and invite one of them to speak at the May meeting.

Julia will invite a Housing cooperative to speak at the May meeting.

Julia will generate a framework of questions for presenting cooperatives.

Julia will contact a Worker co-op for June.

Faye will contact an Insurance co-op for June.

Susan will update the statement of intent and checklist based on the Board discussion.

Pat will update the timeline based on the Board Perpetuation discussion.

Molly will speak with **Michael** about availability for orientations of potential Board members.

Pat will update the Board calendar based on the Future Planning discussion