

## **City Market, Onion River Co-op**

Board of Directors' Meeting

July 22, 2013

### **Board Attendance:**

Nancy Nesbitt, Board Member  
Molly O'Brien, Board Member, President  
Charles Baldrige, Board Member, Treasurer  
Julia Curry, Board Member, Vice President  
Faye Conte, Board Member  
Rachel Jolly, Board Member, Secretary  
Kevin Duniho, Board Member  
Susan Munkres, Board Member

### **Absent:**

Wayne Warnken, Board Member

### **Also in attendance:**

Pat Burns, General Manager  
Michael Healy, Board Facilitator  
Jarred Cobb, Member Services Coordinator, Board Liason  
Allison Weinhagen, Director of Member Services  
Stephanie Ratté, Board Minute Taker  
Serrill Flash, Member

### **Preliminaries**

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

### **Review minutes**

The Agenda was approved.

The June minutes were accepted with the following addition: The time when the Board returned from Executive session (9:17pm).

### **Open Member**

Stephanie Ratté thanked City Market for allowing the Heart and Soul project, a community building project in Essex, to use the smoothie bike at the Essex Pop-up coffee shop events.

### **Board Education and Discussion**

Michael facilitated a process: "What, So What, Now What", reflecting on the past two months of Board Education. The Board decided to continue inviting other industry cooperatives to share their story. The Board may provide some sort of Member education on cooperatives.

### **Board Perpetuation**

The Board briefly discussed when each Board Member is eligible for rerunning and Board members intentions to run or "retire". Allison indicated that so far, no one has declared their intention to run for the BOD.

### **GM Reporting**

#### Monthly GM Report

The Board asked clarifying questions on the report.

### B3: Budgeting

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

### B4: Financial Condition

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

## **Board Monitoring**

### D2: Board Job Products

Julia delivered this report finding the Board in compliance.

The Board reviewed the new CBLD template. They reached consensus to slightly modify the CBLD version and replace the current D2 policy with the modified CBLD policy.

### D9: Cost of Governance

The Board reviewed this policy and found themselves in compliance.

## **Future Planning**

### Open Member time response

N/A

### Review BoD Calendar

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

The Board adjourned at 8:20

## **Wrap Up**

- Really appreciated all the work it took to develop the budget. Thanks to Pat and his staff for a job well done.
- Thanks to Michael for his work facilitating the Board Education agenda item.

## **Follow up**

**Molly** will update the Board Calendar with an annual GM evaluation.

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

**Board Members** will speak with Members that they think would make good BOD candidates.

**Molly, Julia, and Pat** will discuss the public versus proprietary nature of financial documents that are included in the GM monitoring reports and will bring their decision to the next Board meeting.

**Rachel** will place the new D2 Board Job Products policy into the Policy Manual.