

Onion River Co-op/City Market

Board of Directors Meeting
Remote Teams Conference*
June 28, 2021

Board Attendance:

Eric Boehm (he/him), Board Member, President
Joanna Grossman (she/her), Board Member, Vice President
Rubin Jennings (he/him), Board Member, Secretary
Jody Landon (she/her), Board Member
Kristina Sweet (she/her), Board Member
Meaghan Diffenderfer (she/her), Board Member
Faye Mack (she/her), Board Member

No longer Board members as of tonight (relocating out of VT):

Caroline Keller (she/her), Board Member, Treasurer
Jim Rudolph (he/him), Board Member

Also in attendance:

Kiersten Hallquist (she/her), Member & Board Minutes-Taker
John Tashiro (he/him), General Manager
Mae Quilty (she/her), Assistant Director of Community Engagement
Claire Ross, Assistant Director of Purchasing
Caroline Aubry (she/her), Membership Manager
Serrill Flash, Member

A quorum was established, and the meeting started at 6:05 PM.

Preliminaries

Review Agenda

The agenda was accepted as written.

Review Minutes

The May 24th minutes were accepted with the following edit: “Qualifying” was changed to “qualify” where mentioned.

The Board voted to accept the minutes with one noted edit, and the motion to accept carried with six supporting votes.

Review Action Items

The Board reviewed the Action Items list, and the four action items were removed.

Open Member Time

Serrill asked the Board if the free, and expanded bike parking that occurred pre-pandemic would be taking place this summer.

Kiersten shared her appreciation for the new coolers in the downtown store; they look really good and Kiersten appreciated seeing the store be able to take that energy-saving step.

Rubin apologized for missing a recent Board social get-together; he plans to connect with Board members one-on-one in the near-future.

Progress Update on Board Perpetuation Proposal

Joanna and Eric presented an update regarding updates and the next steps for the Board Perpetuation work and the committee plan under development.

The Board asked clarifying questions and shared personal observations.

Board voted to approve the Board Perpetuation Charter with the following changes: remove empty bullet point, updating the purpose #3 could acknowledge not knowing or covering all reasons someone may join, update the Charter to reflect committee work counts toward member work (aligning with Seedling Grant Committee precedent), and update Charter to apply inclusive language to cover former Board members are allowed to serve on the Committee.

The Board accepted the Charter with the noted changes, and the motion to accept the Charter carried with six supporting votes.

Meaghan, Jody, and Rubin shared interest in serving in one of the available Board Member seats on the Board Perpetuation Committee.

GM Reporting

Monthly GM Update

John presented the GM Monthly Update report to the Board. Highlights included but were not limited to increased sales with the lifting of Covid restrictions, a positive turnaround in staffing and staffing levels (a lot of hard work going into job promotion and interviewing), and curbside and delivery services starting to phase out as user engagement with those services declines significantly with the State's re-opening plans.

The Board shared personal observations and asked clarifying questions.

Claire Ross provided a brief overview on recent and future data-driven margin adjustments.

B9: Membership

John presented B9 to the Board. John provided the following edit: equity actually saw an increase, which was noted incorrectly in the report as decreasing, on page 5. John invited Mae to also provide additional input. Mae highlighted a significant increase in Food for All Sales (page 10), successful member drives, and a growth in classes and social media channel engagement.

The Board shared personal observations and asked clarifying questions.

Mae said Simply Voting technology and the virtual environment supported a significant increase in voting engagement this past election. Mae also announced Patrick Tracy's recent start as the new Membership Manager; Caroline Aubrey is transitioning to a job outside of the Cooperative.

The Board found the interpretations reasonable, the data sufficient, and the data demonstrated compliance with the policy. The Board accepted the report as demonstrating compliance with the policy with six supporting votes.

Update on Annual Member Meeting & Board Elections

John and Mae presented a brief verbal update on the plans for Annual Member Meeting and Board Elections.

The Member Meeting is scheduled for October 06, 2021. The meeting will be delivered virtually for a variety of reasons, which will be presented for the Board's review and decision at the July Board Meeting. Board Elections will launch on the day of the Member Meeting and will run for 21 days.

The Board Election process will post to the website soon, and the Board approved having it align with last year's process.

Board Self-Monitoring

C3: Monitoring Manager Performance

Rubin presented analysis on the C3: Monitoring Manager Performance policy to the Board.

Rubin found the Board in compliance with the policy.

- Half-time Stretch – 7:10 PM – 7:20 PM.

Discussion and Review on Board Appointment Process

Eric presented a memo on the Board Appointment and Review Process to the Board to frame a discussion on the two currently vacant board seats.

The Board shared personal observations and asked clarifying questions.

The Board was in support of appointing individuals to both available seats, following the process used last time to appoint a seat, and planned to discuss this in further detail during executive session.

Future Planning

Open Board Time

Jody apologized for signing up for the CCMA and being unable to attend due to an unexpected family visit. Eric shared that the videos for the sessions were still live, and directed Jody to review the sessions post-conference to catch up on the missed content.

The Board shared they enjoyed and really appreciated the Board "Summer Sizzle" social event, which occurred recently and in time to allow for some send-off for Jim and Caroline.

Kristina shared a brief overview on the sessions she attended at CCMA.

Rubin shared appreciation for professional development and learning opportunities available via the Co-op.

John reflected on now serving as a resource for other cooperatives navigating expansion at the recent CCMA. John also shared accolades for all of the work Caroline A. put into planning for the widely-enjoyed Summer Sizzle event and thanked her as she heads to a new opportunity, as well.

The Board thanked Caroline A. for her service and wished her the best.

Member Comment

John will follow-up with Serrill regarding the expanded bike parking.

Review Board Calendar

Eric reviewed the July calendar to verify attendance. Meaghan and Jody are signed up for July policy review.

Joanna and Faye were potentially absent in July. Joanna will be in New York City at the time of the meeting, however, she is able to connect remotely if necessary. Meaghan is traveling on the date of the meeting and will stay in touch should travel cause any delay.

Wrap Up/Meeting Evaluation

The Board applauded Eric's meeting facilitation without their trusted Mr. Healy to guide them.

Executive Session

The Board moved into Executive Session at 7:55 PM to share Board Member Announcements. The Board came out of Executive Session at 21:08 PM.

Adjourn

The Board adjourned at 21:10 PM.

Action Items

June 2021

John will follow-up with Serrill regarding the expanded bike parking.

Eric & Joanna will review the Board Perpetuation Charter to align language to D11.

The Board will identify 2-3 Board members to serve on the Board Perpetuation Committee prior to the July Board meeting.

John will follow-up with the Board regarding the "Shake & Fold" initiative.

Mae will follow-up with Meaghan with the overlap of FFA members and share-holding membership.

John will post the Board election and Don Schramm Award process to the membership within the next week.