

Onion River Co-op/City Market

Board of Directors Meeting

March 24, 2014

Board Attendance:

Molly O'Brien, Board Member, President
Julia Curry, Board Member, Vice President
Faye Conte, Board Member, Secretary
Rachel Jolly, Board Member
Wayne Warnken, Board Member
Charles Baldrige, Board Member, Treasurer
Joanna Grossman, Board Member
Nancy Nesbitt, Board Member
Brian Guy, Board Member

Absent:

Also in attendance:

Michael Healy, Board Facilitator
Pat Burns, General Manager
Stephanie Ratté, Board Minute Taker
Serrill Flash, Member
Ariana Canon, Member
Ron Ruloff, Member

Preliminaries

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

Review Minutes

The Agenda was approved.

The February minutes were accepted with the following changes: Add Charles to the list of those who have gone to CCMA. In the Board Monitoring Section, edit the description of the template to be, "motions, seconds and then makes decision".

Open Member

Ariana in charge of doing research on for-profit cooperatives at UVM and is attending to observe the meeting.

Ron Ruloff, in speaking about an alleged upcoming meeting with CVOEO and Coop, stated that he wants to be included. Would like feedback from the Board.

Board Education: Process for GM Evaluation

The Board decided to add a formal Report to the GM as part of their GM Evaluation process. They discussed the timing of the report and how it coordinates with the GM monitoring reports.

Cooperative Cafe Update

Molly shared with the group what occurred at this event. Molly, Nancy, and Pat shared their experiences of the day.

GM Reporting

B8: Customer

The Board reached consensus that the data and interpretation were sufficient to demonstrate compliance.

Monthly GM Report

The Board asked clarifying questions on the report.

Board Monitoring

D11: Board Elections

Wayne reviewed this policy and found the Board was in compliance except that this policy says that two officers certify the election results. In the past two years, only one officer has certified the results.

The Board discussed that there is also wording in other policies that talks about the election process and that they would like to address this in a future meeting.

Future Planning

Retreat

The Board reviewed and approved the agenda.

Open Member time response

Pat and Molly will send Ron a response to his comments.

Review BOD Calendar

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

CCMA

The priority for attending the CCMA is Brian, Joanna, Molly, and then the other officers

Wrap Up

- Thanks for respecting Ron and the process
- Thanks for reps at the Cafe
- Good meeting for facilitator
- Nice to have Ariana here
- Awesome food and cool glasses

Follow up

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

Molly and Julia will review the fact that the board has two policies for Board Officers and then share feedback with the board.

Molly will place an agenda item on the April agenda to discuss the logistics of the GM review.

Molly will place an item on another agenda to decide where in Policy they want to specify the Board Election process.

Faye will work with **Pat** to update the Policy Table of Contents and develop a Change Log.

Pat and **Molly** will send Ron a response to his Open Member comments.