

Onion River Co-op/City Market

Board of Directors Meeting

September 22, 2014

Board Attendance:

Nancy Nesbitt, Board Member

Rachel Jolly, Board Member

Wayne Warnken, Board Member

Faye Conte, Board Member, Secretary

Julia Curry, Board Member, Vice President

Brian Guy, Board Member

Molly O'Brien, Board Member, President

Charles Baldrige, Board Member, Treasurer

Joanna Grossman, Board Member

Also in Attendance:

Michael Healy, Board Facilitator

Stephanie Ratté, Board Minute Taker

Pat Burns, General Manager

Allison Weinhagen, Director of Member Services

Liz Dykes, Member Services & Board of Directors Coordinator

Serrill Flash, Member

Jenna Banning, Member, UVM Graduate Student

Jeffrey O'Donnell, Member, UVM Graduate Student

Emily Stengel, Member, UVM Graduate Student

Katherine Logan, Member, UVM Graduate Student

Preliminaries

A quorum was established and the meeting started at 6:00. Agenda Review: an Executive Session was added at the end of the meeting.

Review Minutes

The August minutes were accepted as written.

Open Member Time

The visitors at tonight's meeting introduced themselves. The attendees were Members as well as UVM Masters students. The graduate students were present to observe.

Member Engagement

Member Meeting feedback

The Board provided feedback on the September Member Meeting. This year's meeting had a new day, time, and format. The Board offered kudos and suggestions about the meeting format and content.

Report from Committee on Distribution of Uncashed Member Checks

The Board reached consensus to accept the committee's recommendation.

Board Education and Discussion

ENDS, part 2

The Board utilized a process provided by Michael to explore the ORC Ends in the context of the

three main goals of the City Market FY '15 Business Plan: Live Local, Prepare for Expansion, and Enhance Healthy Food Access.

The Board Members spent a few minutes reflecting on the relationship between the Ends and the Business Plan. Then, Board Members created small groups to discuss their thoughts and shared out to the rest of the Board. Finally, Board Members identified additional thoughts on the topic. This reflection will be used to plan future Board Education topics.

Planning for Future Board Education Topics

- Trying to see where learning edges are. Whose voices aren't we hearing?
- Have organizations that receive Member workers come and speak with the Board, similar to how other cooperatives came in last year.
- Transcending the cultural divide.
- Hearing more about Staff development topics and exploring if they could/should spill over into potential community education events.
- Best Practices, and diverse options for community engagement.
- Speak to other non-grocer cooperatives about Member engagement.
- What opportunities are available when ORC opens a new store with new space?
- Explore different viewpoints of Members based on when they joined ORC.

GM Reporting

B1 Staff Treatment, Compensation and Benefits

The Board reached consensus that the interpretation and the data was sufficient to demonstrate compliance except for B1.7. The Board determined the manager's plan to reach total compliance is sufficient.

The Board asked some clarifying questions. Pat either answered the questions or accepted action items (2) to provide the Board with information.

B6: Monthly GM Report

Pat presented this report to the Board.

Board Monitoring

D5: Committee Principles

Joanna reported on this policy and found the Board in compliance. She provided the Board with a policy proposal to simplify the policy language.

Member Engagement

The Board discussed the Board's role in the election process. Allison shared a template Front Porch Forum post to encourage informed voting. The Board will encourage their network of Members to vote after voting opens on October 1.

Future Planning

Open Member response

None

Review BOD Calendar

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

Wrap Up

- Great discussion about the Ends.
- Hats off to the City Market team for all their hard work on the Member Meeting.

Executive Session

The Board adjourned to Executive Session at 9:03pm. The Board discussed a legal matter. The Board moved out of Executive Session at 9:33pm.

Adjourn

The Board adjourned at 9:33pm.

Follow Up

- **Pat** will update the Board calendar based on the Future Planning discussion.
- **Molly** will place an item on another agenda to decide where in the Policy Register to specify the Board Election process.
- **Faye** will work with **Pat** to update the Policy Register after the Board Officer Policy is fixed.
- **Julia** and **Molly** will bring a draft of the newly combined Board Officer Policies.
- **Charles** will update the decision tree based on the Board's recent experiences with Open Member Time Response.
- **Pat** will provide the Board with more information around the percentage of City Market employees that have been employed more than one year.
- **Pat** will research the long-term trends of the Workman's Compensation Experience rating.
- **Board Members** will review the proposed changes to the D5: Committee Principles Policy and let Molly know if they would like it to be on next month's agenda.