

Onion River Co-op/City Market

Board of Directors Meeting

February 23, 2015

Board Attendance:

Rachel Jolly, Board Member

Wayne Warnken, Board Member

Brian Guy, Board Member

Molly O'Brien, Board Member, President

Charles Baldrige, Board Member, Treasurer

Julia Curry, Board Member, Vice President

Joanna Grossman, Board Member

Allison Searson, Board Member

Absent:

Faye Conte, Board Member, Secretary

Also in attendance:

Stephanie Ratté, Board Minute Taker

Pat Burns, General Manager

Allison Weinhagen, Director of Member Services

Liz Dykes, Member Services & Board of Directors Coordinator

Frank Sadowski, Consultant for Gallagher, Flynn & Company

Preliminaries

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

Review Agenda

The Agenda was accepted as written, with the addition of an Executive session at the end of the meeting for a real estate update.

Review minutes

The January minutes were accepted with the following changes: Review Minutes: delete the last sentence and GM Search Process: remove "other" in the second paragraph.

Review Follow-Up Items

Four completed items were removed from the Follow-ups.

Open Member

None

Board Policy Work

Pat provided an update on the Policy revisions that Faye is making. Once she has finished updating Policy D3 she will move on to D4.

Pat provided the Board with a Policy Draft for B4: Financial Conditions. The Board discussed the policy and requested additional changes. Pat will incorporate the Board's feedback into another draft and include it in next month's Board packet.

Board Education and Discussion

GM Search Process

The Board discussed with Frank, the possible structure of the Interview phase. A loose framework was envisioned by the Board. All Board members expressed a desire to participate in some fashion during the final round of interviews.

The Board reached consensus to approve the Committee Charter once a start and end date are added.

GM Reporting

B7 Management Succession

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

B6 Monthly GM Update

Pat presented this report to the Board.

Board Officer Elections

This next year the Board officers will be:

Molly O'Brien, President

Julia Curry, Vice President

Charles Baldrige, Treasurer

Faye Conte, Secretary

Future Planning

Open Member response

None

Review BoD Calendar

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

CCMA Planning

Five Board members expressed an interest in attending the conference this year. The conference will be held June 11-13.

Wrap Up

- Thank you Search Committee for all the work you have done so far and will continue to do.
- Appreciate the personal time the committee has set aside.
- Thank you Molly for facilitation.
- Thank you to all the Board members.
- Thanks for utilizing the copy machine and Liz's extra effort during the meeting.

Executive Session

The Board adjourned to Executive Session at 8:35 to discuss a real estate matter. The Board moved out of Executive Session at 8:52pm.

Adjourn

The Board adjourned at 8:52pm.

Follow up

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

Julia and **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.

Molly and **Julia** will draft a Board Education plan.

Rachel will contact Faye to get her input on the GM Search process portion of the agenda.

Pat will draft a B4 policy proposal based on the decisions the Board made at this meeting. The new proposal will be included in the March meeting Board packet.

Rachel will update the GM search committee charter with beginning and end dates.

Rachel will invite Frank to the Board retreat.