

Onion River Co-op/City Market

Board of Directors Meeting

September 17, 2018

Board Attendance:

Sarah Alexander, Board Member, Secretary
Charles Baldrige, Board Member, Treasurer
Eric Boehm, Board Member, Vice President
Joanna Grossman, Board Member
Faye Mack, Board Member, President
Jim Rudolph, Board Member
Allison Searson, Board Member

Absent:

Julia Curry, Board Member
Ali Kenney, Board Member

Also in attendance:

Michael Healy, Board Facilitator
John Tashiro, General Manager
Tim George, Director of Finance
Allison Hope, Director of Community Engagement
Kiersten Hallquist, Board Minutes-Taker & Member
Serrill Flash, Member
Peter MacAusland, Member

A quorum was established and the meeting started at 5:58 PM.

Preliminaries

Review Agenda

The Agenda was accepted as written.

Review Minutes

The August 27, 2018 minutes were accepted with the following changes: page 2, B2 “EBITDAP estimated to be -0/2%” changed to “estimated to be -0.2” and “Faye shared that the Board will have a new approach to reviewing the financial projects. In the transition, the Board is looking at a more involved amount of data during the August 2018 meeting, however, the calendar will adjust for this and provide balance in the coming year” changed to “Faye shared that the Board will have a new schedule for monitoring the B2 and end of fiscal year B4. The 2019 monitoring calendar will be adjusted accordingly.”

Review Action Items

The Action Items list was reviewed and accepted with four items removed.

Open Member Time

Members did not have anything to share at this time.

GM Reporting

Monthly GM Update

John presented his report to the Board. Highlights included but were not limited to monthly sales for August, receiving an environmental merit award for the work completed in the South End, receiving an award for Retailer of the Year (Most Creative New Store or Remodel category) at the Natural Products Expo, receiving the Green Chill Award from the EPA for the third year running, and tomorrow's launch of the updated New Member packets and the updated FFA discount (15% in Bulk and Produce and 10% in other departments).

A correction to the report was made. In the first line of the finance section, it read 4.5%. However, this was a typo; it should read 5.2%.

The Board asked clarifying questions and shared observations.

Member Loan Campaign Update

John provided an update on the progress of the Member Loan Campaign.

B1: Staff Treatment, Compensation, & Benefits

John presented the B1 report to the Board. The Board asked clarifying questions and shared observations.

The Board suggested incorporating results from the staff survey to quantify additional aspects of the staff experience for the policy report.

The Board accepted the report as demonstrating compliance with the policy and accepted the report as written.

Global A: Ends Report

John presented the Global A report to the Board. The Board asked clarifying questions and shared observations.

The Board reflected upon the following question: "If you were going to tell a Member about a big takeaway, what would it be?" Some included, but were not limited to, the refrigeration gas metric (mitigating pollution), the amount saved in Member Worker discounts, and the sales in the Food for All Program.

The Board accepted the report as demonstrating compliance with the policy and accepted the report as written.

Seedling Grant Approval

John and Allison H. presented the Seedling Grant report to the Board for review.

The Board shared their appreciation to Allison H. and her team for finding a way to keep the program going, even without Patronage Refunds. The Board shared additional observations.

The Board voted to approve the Member Grants Committee recommendation as written.

Patronage Refund

John and Tim George presented the Patronage Refund process and methodology to the Board.

The Board did not have action on this item because there will not be a Patronage Refund this year.

Board Perpetuation

Jim presented an update on the Board Perpetuation Committee to the Board. Jim asked the Board to reflect on the goals regarding Board Perpetuation. Some reflections included, but were not limited to, how the Board might communicate candidate qualifications, whether the process could incorporate current and former Board Member candidate endorsements, if running for the Board is currently accessible and inclusive, and if a nominations committee or active recruiting would be worthwhile.

The Board asked the Board Perpetuation Committee to continue to narrow down the list of possible ways the Board could improve Board Perpetuation to a few options for the Board to consider. The Board also suggested soliciting staff feedback.

NFCA Board Peer-to-Peer Workshop

Faye and Allison S. reported on their participation in the NFCA Board Peer-to-Peer Workshop.

Allison S. shared her positive experiences participating in the final session, regarding diversity and inclusion, with Patrice, from Green Star Co-op.

Faye presented the agenda to the Board. She facilitated, presented, and served as a panelist for a handful of sessions and learned a lot while engaging in the workshop in these ways. She also highlighted the diversity and inclusion session.

Open Board Time

The Board shared warm regards from former Board Member Nancy Nesbitt.

A Board member shared how some individuals shared it is difficult to complete their Member Work orientation and asked if an online module would be possible. Allison H. shared that the sessions are scheduled by design to ensure accessibility, but that Members who are having a hard time finding an orientation that fits with their schedule should reach out to Liz directly. Allison H. confirmed that in-person Member Work orientation is necessary and that Members earn 1 hour of Member Work for attending.

Future Planning

Open Member Time Response

The Board did not have Member commentary to address.

Review Board Calendar

The Board reviewed the calendar. The Board Retreat is on Sunday, September 23rd at the Intervale Center (in the hayloft). Allison S. needs to leave the Sunday Board Retreat early and then will return (double-booked). Eric is unable to attend the Board Retreat.

Eric signed up to review D11 in December. Joanna signed up to cover the policy review in January.

Review Member Meeting Agenda & Assignments

Faye presented the Member Meeting Agenda and assignments to the Board. The Board asked clarifying questions.

Board members have the option to wear enviable board t-shirts during the meeting to help Members identify them. Glitter will be involved...

Wrap Up

The Board shared their appreciation to Michael for keeping the Board on time.

Executive Session

At 8:23pm the Board transitioned into Executive Session. The Board received an update regarding Co-op membership criteria and the Member Loan Campaign. The Board discussed the GM survey results and the current grievance status.

The Board came out of Executive Session at 8:58pm.

Adjourn

The Board adjourned at 8:58 PM.

Action Items

John will pass along additional information regarding the recent Retailer of the Year award (from the Natural Products Expo) when details become available.

John will arrange for remote attendance for Allison S. at next month's Board meeting.

The Board will let inform John no later than end-of-day, this Friday, if they are interested in attending the upcoming Coop Café in Keene, NH.

The Board will email Allison H. their individual T-shirt size (unisex).