

Onion River Co-op/City Market

Board of Directors Meeting

June 24, 2019

Board Attendance:

Eric Boehm, Board Member, Vice President

Faye Mack, Board Member, President

Joanna Grossman, Board Member

Julia Curry, Board Member

Leah Soderquist, Board Member

Caroline Keller, Board Member

Allison Searson, Board Member, Secretary

Jim Rudolph, Board Member

Charles Baldrige, Board Member, Treasurer

Absent:

Also in attendance:

Michael Healy, Board Facilitator

John Tashiro, General Manager

Allison Hope, Director of Community Engagement

Liz Jarvis, Membership Manager

Kyle Lavery, Assistant Director of Operations – Downtown Store

Carolyn Zeller, Board Minutes-Taker

Serrill Flash, Member

Jake Farnham-Haskell, Member

Caryn Connolly, Member

Jared Knepper, Member

Kim Nolan, Head of People & Culture (present for Executive Session)

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

Preliminaries

Review Agenda

The Agenda was accepted as written.

Review Minutes

The May 27, 2019 minutes were accepted as written/with the following changes: the attendance list was updated to list Allison Searson as Secretary and on page 2 “Plan” instead of “Pan”.

Review Action Items

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

Open Member Time

Members and Board Members introduced themselves.

Appoint New Board Member

Faye officially led a vote to appoint Caroline as a new Board Member after her orientation last week.

Report Out from CCMA

Board Members that attended the recent CCMA conference – Allison, Jim, and Leah – shared some of their experiences. Allison found value from the NCG customer survey for engagement. Jim remarked on the multiple sessions about diversity and inclusion and was impressed to hear how far GreenStar Co-op is in their journey, as well as Hanover’s great member engagement. Leah found the conference very educational as a new Board Member and was impressed with so much positivity and appreciated the intentional conversations about race, social justice, diversity and inclusion.

John thanked the Board for attending and networking and will share presentations when available. John attended a workshop by NCG of two case-studies of co-ops that went bankrupt to learn from those situations including a checklist of warning signs, remarked on thoughtful conversations around race and inclusion.

Board Work Plan

Eric presented the FY20 Board Work Plan including strategic discussion priority, and a month-by-month plan. Julia suggested including a one-sentence description for each priority area. Leah suggested keeping the original titles of each priority area. Faye clarified that the quarterly Strategic Discussion- FY20 priorities is to carve out time for discussion that starts from conversations.

Board Monitoring

C3: Monitoring Manager

Joanna presented C3 to the Board and reported the Board is in compliance. Faye noted that item number 5 says June, so suggested that language could be changed to include “After May and no later than September.” Faye suggested updating the policy to include evaluation process responsibilities. Julia pointed out that the board does in fact evaluate the GM every month by accepting the GM report.

GM Reporting

Monthly GM Update

John discussed Allison Hope’s transition process, acknowledged how much Allison has done, how much she is appreciated, and how much she will be missed.

John presented his report to the Board. Highlights included but were not limited to FY20 budget planning which will support development of a multi-year financial forecast, union negotiations beginning. October 3 is the official date for the Annual Member Meeting.

The Board asked clarifying questions and expressed enthusiasm for all of the exciting achievements.

B9: Membership

John presented the B9 report to the Board.

The Board asked clarifying questions and shared observations. In response to a question regarding the potential information with Member purchase data and its analysis, John reaffirmed how the Co-op values and strives to differentiate itself when engaging and building relationships with Members

and customers compared to many of the traditional food retailers. And that there needed to be careful consideration with the possible use of such data in future. There was also clarity that this policy relates only to membership (as opposed to marketing.)

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

Board Perpetuation Committee

Julia and Jim asked the Board's approval on the final job description draft for serving on the Board. The Board made suggestions. Julia noted that it is modelled after the format of the ORC Role Description. Board Members made suggestions around grammar, language, and structure which Julia will apply to the next draft of the job description.

The Board did not approve the job description at this time and Julia will bring a next draft.

Open Board Time

Board Members shared life and local developments.

Shelburne Supermarket has a "Coins for Community" program. Faye took the Co-op's customer survey and shared her appreciation of it. Charles shared that the Unemployment Office has an orientation every Tuesday and that they asked if City Market would be interested in coming in. Faye presented Allison Hope with flowers and a gift to thank her for her leadership.

Future Planning

Open Member Time Response

There were no Member requests requiring follow-up.

Review Board Calendar

The Board reviewed the calendar. Jim will be absent in July.

Wrap Up

Executive Session

The Board moved into Executive Session at 8:02 PM to receive an update on union negotiations and on a personnel matter and to discuss GM compensation and the GM's annual review.

The Board came out of Executive Session at 9:10 PM.

Adjourn

The Board adjourned at 9:10 PM.

Action Items

Faye and Eric will update the FY20 Board Work plan to reflect the original Strategic Discussion Priority areas.

John will follow up with CCMA presentations and speakers.

Julia will submit a draft Board job description.

Allison S will email Liz with contact info.