

**Onion River Co-op/City Market**  
Board of Directors Meeting  
In Person, South End Community Room  
June 26, 2023

**Board Attendance:**

Kristina Sweet (she/her), Board Member, President  
Meaghan Diffenderfer (she/her), Board Member, Secretary  
Allison Fiore (she/her), Board Member  
Myle Truong (she/her), Board Member  
Rubin Jennings (he/him), Board Member  
Sam Werbel (he/him), Board Member, Vice President *[joined after GM report, so votes counted after that point]*

**Absent:**

Jody Landon (she/her), Board Member, Treasurer  
Mitch Manacek (he/him), Board Member

**Also in attendance:**

Michael Healy (he/him), Member, Board Meeting Facilitator  
Emily O'Hara (she/they/we), Member, Board Meeting Minutes-Taker  
John Tashiro (he/him), General Manager  
Lauren Jones (she/her), Membership Manager  
Madelyn Cataford (she/her), Director of Finance & IT  
Amanda Warren, Middlebury Natural Foods Co-op, Board President  
Serrill Flash, Member

**Preliminaries**

A quorum was established, and the meeting started at 6:07 PM.

Review Agenda

Agenda was reviewed and approved as written with 5 supporting votes, 0 abstentions, and 0 dissenting votes.

Review Minutes

The Board reviewed the meeting minutes from May 22, 2023 meeting, and the meeting minutes were accepted with 5 supporting votes, 0 abstentions, and 0 dissenting votes.

Review Action Items

The Board reviewed the Action Item list and all tasks were completed.

**Open Member Time**

Serrill noted that he was pleased to see the newest additions to the Board packet were in a notably more readable format.

Amanda is looking forward to seeing the City Market Board in action.

## **GM Reporting**

### Monthly GM Update

John presented the GM Update to the Board, highlighting updates regarding recruitment efforts and consistent staffing levels; tracking sales and exceeding budget consistently (Downtown) and better progress (South End); multiple conversations with the City about construction. Phase One of parkway construction, effecting the Co-op, is set to complete by Fall 2024 and the full project will be completed by 2025. Catering orders/numbers have significantly increased (to pre-pandemic if not exceeding those levels).

The Board shared personal observations and asked clarifying questions:

- Kristina really appreciated NPR's "Codeswitch" podcast in terms; congratulated the Co-op on Governor's Excellence in Worksite Wellness Award and on new vendor.
- Myle glad to hear staffing levels are consistent and looking forward to incorporation of further product photos from self-checkout; asked a question about the cart program down to the waterfront.
- Rubin made connection to how CCMA attendees/participants know about the Co-op and how other states have modeled their programs after ours.

### B9: Membership

John presented the B9: Membership and highlighted how an increase in Membership is a positive sign. He also highlighted the collaborative effort behind the report.

The Board shared personal observations and asked clarifying questions:

- Allison asked a question about increase in senior discounts (5%)
  - John spoke to how Downtown's traffic has increased which is a likely factor.
  - Meaghan noted how Front End may be assisting in frequently referencing the discount with Members rather than having customers ask each time, allowing for less missed discounts.
- Kristina mentioned, heading closer to the this year's Board election, that it's worth noting a slight decrease in voters in the 2022 election, yet still a couple of hundred more than pre-pandemic and thinks it'd be great to have that number over 1,000
  - John noted that in previous years, Board Members were offered tabling opportunities at the Co-op to promote the election. Board Members weren't available to do this last year, so raised as an opportunity for this year; there also might've been a bit of election fatigue more broadly in the community in 2022.
  - Meaghan noted that Perpetuation Committee volunteers have expressed interest and ability to assist in tabling.
- Meaghan noted on Pg. 1 of report = "[...] in future years..." might consider a change to "starting in FY 20..."
- Myle noted on Pg. 2 of report = "drop" in membership
  - John noted that there was a membership shift perhaps due to inconsistency from patronage refund checks and value-add, so working with the Front End and

continuing to promote the discounts available, bring even more attention to the value, etc.

- Sam remarked on whether logistically intimidating to look at the election ballot process and the refund checks process
- Kristina noticed that amount of ballots sent were slightly smaller than Memberships, so Members' contact information should be updated

→ Sam entered the meeting, all votes now representing 6 members present.

The Board found the definitions and interpretations reasonable, there was enough data to determine compliance, and the data demonstrated compliance with the policy. The Board approved the report as demonstrating compliance with the policy, with 6 supporting votes, 0 abstentions, and 0 dissenting votes.

### **Board Perpetuation Committee and Board Appointment Process Update**

Meaghan presented a brief update regarding the Board Perpetuation Committee which met the second weekend of June and are continuing to send out emails to seek nominations.

Communication with C.O.T.S. nominees representative of general leads re: unable to take on commitment. Kristina thanked Committee (and Allison and Jody) for leading this work and is excited to see processes starting to be established.

### **Board Education and Training**

#### CCMA Conference

Rubin and Kristina were at CCMA in California:

- Rubin noticed JEDI work is huge, but structure (trainings and breakout rooms) weren't conducive to reaching a wide audience because if JEDI is selected, then you miss out on other sessions.
  - Themes included vendor issues and seemingly easy problems to solve, but learning that it's a deeper issue.
- Kristina noted how she and Ruben toured a Sacramento facility which showcased the farmer-owned coffee (Pachamama brand) that they sell to co-ops as well as a vegetable farm.
  - Noted that City Market sales are ~\$4M more than Sacramento's co-op sales
  - Three big takeaways for her were:
    - How to introduce more ice-breakers/informal opportunities to develop connection.
    - Great sessions that focused on Board & GM relationship which showed opportunities to call out GM & staff appreciation with small step in meeting structure to share out.
    - Jade Barker (Columinate consultant) led JEDI session on finding "Why" before figuring out "What" to do = let's think about *why* then *what* to be included in our next JEDI discussion.  
+ Jody attended the conference virtually
- Michael mentioned that CCMA would be convening in Portland, Maine in 2024.
- John welcomed any programming opportunities that are shared at conferences like CCMA; always open to learning (EX: Seward's "Rally for Change" model which the Co-

op has adopted); and thank you: Kristina, Jody, and Rubin for attending and representing the Co-op.

### Columinate webinars or other events

- Myle went to an annual refugee event at Leddy Park and thought this might be something for City Market to consider getting involved in.
  - New employee status within her work and had the opportunity to take part in a JEDI offering with a lot of emphasis on the “B”, the “belonging” which connects to Kristina’s point around finding out our “Why.”
- Michael shared the second week of Food Co-op Initiative’s webinar series; Faye Mack, former Board member, is the Executive Director of this organization.

*~Half-time stretch~*

### **Board Self-Monitoring**

#### C3: Monitoring Manager Performance

Sam presented his review of the C3: Monitoring GM Performance, shared personal observations, and asked clarifying questions. (Last review was June 27, 2022.) His review included:

- Largely, it made sense to me, but wondering if there might be overly limiting language pertaining to customary monitoring *~OR~* maybe we should monitor something else?
- When Sam joined in September 2022, there was talk of having other types of reviews in addition to what our policy lays out.
- Section 1: three types of information gathering:
  - Internal reports
  - External report
  - Direct inspection
    - Should we change this from “one or more of those three methods” to another option?
      - Myle remarked on how we can change things when we get to them and Kristina agreed with regards to adjustments along the way
- Section 3: in an effort to use non-gendered language, use “they”
  - Meaghan and Lauren to fix typo
- Section 5: “as applicable, the Board will also make decisions concerning employment no later than September”. Discussion on this timeline, as we have made the past few contracts by June/July.
  - Madelyn noted that it was really helpful for budgeting purposes for John’s/GM contract to be done during budgeting season (partly because John’s start date was June), so something to consider for future reference in terms of budgeting/timing (ideally by no later than June 1).
  - Kristina noted a language change to “considering fiscal year...” or “financial planning process.”
  - John proposed that the Board table this discussion only because of the cycle that we went through and completed it later than scheduled. Perhaps the Board can consider timing, potential extension, etc. because there is a legal contract and consideration that is more or less in sync with budget planning process.

Sam found the Board in compliance with the policy, and it fairly and accurately reflects what the Board does, in action.

### **GM Annual Evaluation Process and Committee**

Kristina led discussion on the existing two-way feedback evaluation process with a small group meeting of 3-4 people and John. Not focused necessarily on monitoring, but more so on feedback. Invited folks who participated in this process last year to speak to this process.

- Rubin, Sam, and Myle volunteered to join this group.
- John always appreciates/welcomes people's feedback to help improve his performance.

### **Open Board Time**

- Meaghan
  - Volunteered at city's Juneteenth celebration, was proud to hear the Co-op announced as a sponsor at a few of the events.
  - Hopes to submit "Best Apple Pie" to Champlain Valley Fair,, going to send out a survey link if folks want to give their opinions.
  - Finds in-person meetings really fruitful, if we want to re-open the discussion of in person vs. zoom.
- Sam
  - Faced fears and tried self-checkout/learned to discern when to use it based on items
    - Madelyn shared that the reduced produce doesn't move through self-checkout as well = planning to do it weighted by the pound
  - Mother had a hip replacement and walked out the same day!
  - Gym is open!
  - Membership renewal lapsed (expired in April - now fixed!)
- Kristina
  - Joined "First Strides Vermont" women's running program and is looking for a welcoming beginner's group (Sam will connect).
- Rubin
  - Shared story about special order experience he had at a different co-op recently having done that routine for years (pre-purchased; receipt attached; pick up and bring to car). Unfortunately, he had a poor experience where he felt singled out by the customer service people.
  - He had asked "Why did you ask me?" which connects to *why* we need to find *our why*
    - questions and reflections were shared amongst Board Members on how to potentially frame and carry this forward in our work in terms of knowing how to address that issue (policy on paper?).

### **Future Planning**

#### Open Member Time Follow-up

Kristina thanked Serrill for being here and how she appreciates the feedback on the agenda and packet; glad it seemed accessible and made sense. Thanked Amanda for driving up from Middlebury and for observing the meeting.

## Review Calendar

Allison will miss the July meeting.

Members to lead selected topics in July:

- Myle will lead D5 “Committee Principles”
- Meaghan will lead D2 “Board’s Job”

Members to lead selected topics in August:

- Sam will lead D6 “Board Meetings”

## Candidate Orientations

Michael has opportunities to attend still available. See email to sign up to attend to help answer any questions.

Kristina has a question about whether there’s a designated person for Board Member questions or if we want to direct people to the Board Perpetuation Committee. Meaghan will take that on (can share her personal email.)

## **Wrap Up**

### Action Items

Emily presented 9 action items to the Board.

### Meeting Evaluation

Best meeting people have been to all day long!

## **Executive Session with GM**

The Board moved into Executive Session with the GM at 8:11 PM. The Executive Session covered filling the vacant Board position and a review of the GM contract process. The Executive Board Session with the GM concluded at 8:37 PM.

## **Adjourn**

The meeting adjourned at 8:37 PM.

## **Action Items**

### June 2023

**Meaghan** will connect with Lauren regarding Section 5 C3: Monitoring Manager Performance report typo.

Lauren will update the calendar:

- Meaghan will lead D2 “Board’s Job” review in July.
- Myle will lead the D5 “Committee Principles” review in July.
- Sam will lead D6 “Board Meetings” review in August.

**John** will update Section 1 of the Feedback and Monitoring report (Pg. 1) re: “FY 20...”

**Kristina** will ask Jody & Mitch if they are interested in joining this year’s Manager Feedback group.

**Board Members** to:

- Add to parking lot/revisit Section 4: language of C3: Monitoring Manager Performance report
- Revisit article on the managerial feedback process
- Complete poll for fall retreat (**John** will resend)