

Onion River Co-op/City Market

Board of Directors Meeting

Virtual, Zoom Meeting

July 22, 2024

Board Attendance:

Kristina Sweet (she/her), Board Member, President

Jody Landon (she/her), Board Member, Treasurer

Sam Werbel (he/him), Board Member, Vice President

Myle Barr (she/her), Board Member, Secretary

Mitch Manacek (he/him), Board Member

Brian Tobin (he/him), Board Member

Jen Savas (she/her), Board Member

Shannon Kilpatrick (she/her), Board Member

Absent:

Also in attendance:

Michael Healy (he/him), Member, Board Meeting Facilitator

Em O'Hara (any/all), Member, Board Meeting Minutes-Taker

John Tashiro (he/him), General Manager

Madelyn Cataford (she/her), Director of Finance and IT

Cheray MacFarland (she/her), Director of Community and Marketing

Trish Redalieu (she/her), Director of People and Culture

Serrill Flash (he/him), Co-op Member

Preliminaries

A quorum was established, and the meeting started at 6:02 PM.

Review Agenda

Agenda was reviewed and approved as written with 8 supporting votes, 0 abstentions, and 0 dissenting votes.

Review Minutes

The Board reviewed the meeting minutes from June 24, 2024 meeting, and the meeting minutes were accepted with the following change/update: Change the word "Appointed" to "Hired" under "Open Board Time" on page 4.

with 8 supporting votes, 0 abstentions, and 0 dissenting votes.

Review Action Items

The Board reviewed the Action Item list and 4 items were removed.

Open Member Time

Serrill is happy to be here!

GM Reporting

Monthly GM Update

John presented the GM Update to the Board, highlighting updates regarding South End sales increasing; Downtown struggles as part of the greater challenges downtown overall regarding community safety, yet transactions remain steady; and flood support/recovery efforts continue including dedicating a significant portion of August's "Rally for Change" program to flood relief and shifting Feeding Chittenden to another month.

The Board shared personal observations and asked clarifying questions.

B2: Budgeting and Financial Planning

John presented the B2: Budgeting and Financial Planning and changed his statement from being in compliance to non-compliance due to one indicator citing an underperformance with FY24 sales vs budget.

The Board shared personal observations and asked clarifying questions.

The Board found the definitions and interpretations reasonable and that there was enough data to determine compliance and the data demonstrated compliance with the policy, except where noted. The Board approved the report as demonstrating compliance with the policy, except where noted with 8 supporting votes, 0 abstentions, and 0 dissenting votes.

Call for Community Service Award

Members are encouraged to share on social media channels including Front Porch Forum, if comfortable. Nominations due via [the online form](#) by August 12, 2024.

Cooperation among cooperatives: Neighboring Food Co-op Association (NFCA), National Co-op Grocers (NCG) & Food Co-op Initiative (FCI)

NCG Membership Agreement Review (4)

John highlighted the history and current context about NFCA, noting an eventual shift in dues and support from NFCA to FCI.

Board Perpetuation Committee update

Mitch and Jody provided an overview, highlighting activities including outreach through rack cards at both City Market locations and Summervale as well as (Co-op) staff involvement.

Board Education & Training

Columinate webinars

Co-op Cafe Oct 16 & Nov 9

Board Self-Monitoring

D5: Committee Principles

Mitch presented the D5: Committee Principles, highlighting developments made over time.

The Board shared personal observations and asked clarifying questions.

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 8 supporting votes, 0 abstentions, and 0 dissenting votes.

D2: The Board's Job

Jody presented the D2: The Board's Job, highlighting building sustainable relationships with Membership, monthly check-ins (such as tonight's meeting), making distinctions within roles.

The Board shared personal observations and asked clarifying questions.

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 8 supporting votes, 0 abstentions, and 0 dissenting votes.

Open Board Time

~Half-time stretch~

Future Planning

Open Member Time Follow-up

Review Calendar

Kristina to cover D4. Code of Conduct and Jen to cover D3. Board Officers.

Board Candidate Orientations

To be aware of upcoming orientations.

Reminder: Please complete the Fall Board Retreat dates Doodle poll.

Wrap Up

Action Items

Emily presented 3 action item to the Board.

Meeting Evaluation

Kristina thanked everyone!

Executive Session with GM

The Board moved into Executive Session with the GM at 7:32 PM. The Board was updated with a recap of where the negotiations were between our union and management. Around 8:15, John and staff left the zoom, so only the Board Members were able to discuss more regarding the GM evaluation.

The Executive Board Session concluded at 9:02 PM

Adjourn

The meeting adjourned at 9:02 PM

Action Items

July 2024

John to list Kristina to cover D4. Code of Conduct and Jen to cover D3. Board Officers.

All to complete the Fall Board Retreat dates via John's Doodle poll.