

Onion River Co-op/City Market

Board of Directors Meeting

Remote Teams Conference*

January 24, 2022

Board Attendance:

Kristina Sweet (she/her), Board Member, President
Joanna Grossman (she/her), Board Member, Vice President
Rubin Jennings (he/him), Board Member, Secretary
Eric Boehm (he/him), Board Member
John Davidowitz (he/him), Board Member
Meaghan Diffenderfer (she/her), Board Member
Allison Fiore (she/her), Board Member
Jody Landon (she/her), Board Member
Myle Truong (she/her), Board Member

Absent:

None.

Also in attendance:

Michael Healy, Member, Board Meeting Facilitator
Kiersten Tavares (she/her), Member, Board Minutes-Taker
John Tashiro (he/him), General Manager
Madelyn Cataford, Director of Finance & IT
Mae Quilty (she/her), Assistant Director of Community Engagement
Eric Pierce, Director of Operations
Brent Demers, Assistant Director of Operations - Logistics
Claire Ross, Assistant Director of Operations - Purchasing
Ashley Watson, Member
Patrick Tracy (he/him), Membership Manager
Serrill Flash, Member

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

Preliminaries

Review Agenda

The Board reviewed the agenda, and the agenda was approved as written.

Review Minutes

The Board reviewed the meeting minutes from the December 13, 2021 meeting, and the meeting minutes were accepted as written with nine supporting votes, no abstentions, and no dissenting votes.

Review Action Items

The Board reviewed the Action Items list, and two items were removed (all items listed).

Open Member Time

Ashley Watson, Member since 2007, and employee for a few years, shared their concern with the Membership Policy as it relates to a current experience in their effort to reclaim their Membership from someone who took over the head of household while they were in a relationship. Ashley shared they did not feel the Membership Policies were consistently managed. Ashley requested that all new City Market employees must be required to purchase their own Membership, or that City Market explore another solution that would prevent someone from taking another person's Membership.

Welcome and Introductions

Kristina welcomed everyone and invited everyone to introduce themselves as they launched into a new year, with a new Board Member, John Davidowitz. Each Member of the Board briefly introduced themselves to the group.

Board Perpetuation Committee Update

Meaghan provided an update on the Board Perpetuation Committee. The application deadline is this week, and the group is following up with folks who applied to ensure they are fully informed and feel support. Final selection will occur at the February Board of Directors Meeting with the first Board Perpetuation Meeting occurring later in the month of February.

GM Reporting

Monthly GM Update

John T. presented his Monthly GM Update to the Board. He highlighted some items, which included but were not limited to navigating staffing shortages, supply chain issues, and other ongoing challenges with the pandemic, continuation of appreciation bonuses, and celebrating the 20th Anniversary moving from the Old North End to the Downtown location. John invited Mae Quilty to provide an update on plans for the 20th Anniversary celebration of the Downtown. Mae shared celebrations will include pop up outdoor giveaways with a handful of local vendors and a video history of the past 20 years and establishing the Downtown store.

The Board shared personal observations and asked clarifying questions.

Upcoming Board Education Opportunities

Report out From Recent Trainings

Kristina recommended folks continue to take advantage of the free and valuable Columinate trainings, which provide quality opportunities for expanding Board knowledge and experience. Michael also invited Board Members to reach out with any questions, as a Board CBLD resource.

Northeast Organic Farming Association (NOFA) Conference is coming up in February. John T. sent an email to the Board with details on January 20th, and John T. asked that Board Members inform Mae no later than February 07 (cc John) should anyone plan to attend.

Board Code of Conduct Agreement, Liquor License Renewal, and Background Check Forms

Kristina provided an overview on the Board Code of Conduct Agreement and process. Each Member of the Board shared their associations and memberships that could be Conflicts of Interest in the year ahead, and each Member also committed to log any stated COI's in their completed agreements.

John T. shared the Liquor License Renewal Form is critical for allowing City Market to sell alcohol at any of the stores.

John T. shared his team is currently working on launching an electronic contract system for agreements, which will include e-signing the Board Code of Conduct, the Liquor License, and Background Check Forms. Board Members will have until February 11, 2022 to complete the forms.

Board Norms and Values Conversation

Joanna provided a brief overview of the benefits of developing team norms and values, and she facilitated a brief exercise for the Board using the Google Jamboard (digital whiteboard) tool. The Board used the application to begin brainstorming and developing group norms and values.

The Board reviewed and reflected on the activity outcomes.

Joanna invited the Board to carry the activity outcomes forward and recognize the shared needs in future discussions and activities. The Board shared appreciation for the exercise and a hope to continue it further at a future meeting or retreat.

~ Half-time Stretch ~

Board Self-Monitoring

D10: Community Service Award

Meaghan presented D10: Community Service Award (“The Don Schramm Award”) policy, shared personal observations, and Meaghan found the Board in compliance with the policy.

Future Annual Community Service Awards

Kristina provided an overview of discussions regarding possible discontinuance of the Annual Community Service Award, or, if the Board decides to move forward with it, possible changes to the Award to promote a more robust process.

John T. and Michael H. provided additional historical context on the Community Service/“Don Schramm” Award.

The Board shared personal observations and asked clarifying questions.

Michael surveyed the Board, and the Board voted in favor of working on improving the Award. The Award would continue, but would be reviewed for possible improvements.

Review Board Officer Roles

Declaration of Interest

Kristina invited current Officers to share their personal experiences in their roles and provided space for folks to ask questions about the individual roles.

Board Members were invited to declare interest in any of the Officer positions in advance of the February meeting, when the Board will officially appoint Officers.

Kristina shared interest in continuing as Board President.

Myle shared she is in a new job and planning a wedding; thus, she is not interested in stepping into a position right now.

John D. shared interest in serving as a quality Board Member during his first year.

Allison shared she is not interested in serving as a Board Officer.

Jody shared interest in the role of Treasurer.

Open Board Time

John D. shares he makes a conscious effort to not print documents (fully electronic). He requested a Word version of the Board packet to allow himself to take notes and markup his version of the BOD packet, during meetings.

Joanna shared a brief update and sneak peek on a branding project.

Kristina shared about an episode on “Brave Little State.”

Future Planning

Open Member Time Follow-up

The Board revisited and reviewed the issue Ashley presented to the Board. John T. provided additional information regarding conversations to date and current Membership Policy.

The Board asked clarifying questions. John T. noted that Membership for staff is voluntary and recommended to keep it as such and not make it mandatory for staff to purchase their own Membership.

Kristina will follow-up with Ashley, sharing appreciation for reaching out to the Board and presenting the issue to them. The Board determined this was an issue that Management should continue to navigate; it is not within the scope of the Board’s responsibilities.

Review Calendar

Myle signed up to review D9: Boards Terms of Office in March.

Jody signed up to review D8 in April.

John D. signed up to review D1: Governing Style and Rubin signed up to review C2: GM Job Contribution in May.

Retreat Dates

John T. reminded Board Members to respond to the Doodle Poll surveying for Virtual Spring Retreat Dates: April 24, April 30, May 07, or May 08. John T. asks the Board respond by later next week.

Wrap Up

Action Items

Kiersten presented the list of action items to date to the Board.

Meeting Evaluation

John D. shared his enthusiasm for joining the Board and its work. Myle seconded the motion.

Executive Session with GM

The Board moved into Executive Session with the GM at 8:40 PM to discuss City Market's Participation Report prepared by NCG. The Executive Board Session with the GM concluded at 9:01 PM

Adjourn

The meeting adjourned at 9:02 PM.

Action Items

January 2022

The Board will share reliable sources for COVID-19 Rapid Tests with John T., should they know of any.

The Board will respond to John T.'s Spring Retreat Doodle Poll by later, next week.

John T. and Kristina will work together to craft a Board-level response to Ashley.

John T. and Madelyn will provide the Board with instructions on how to complete the Code of Conduct Agreement, Liquor License Renewal, and Background Check Form.

Board Members will complete the Code of Conduct Agreement, Liquor License Renewal, and Background Check Form no later than February 11, 2022.

Board Members will inform Mae no later than February 07 (cc John) should they plan to attend the February NOFA conference.