

Onion River Co-op/City Market

Board of Directors Meeting

December 21, 2015

Board Attendance:

Julia Curry, Board Member, President

Faye Conte, Board Member, Vice President

Joanna Grossman, Board Member

Wayne Warnken, Board Member

Charles Baldrige, Board Member, Treasurer

Allison Searson, Board Member

Absent:

Rachel Jolly, Board Member, Secretary

Also in attendance:

Michael Healy, Board Facilitator

John Tashiro, Member, General Manager

Ali Kenney, Member and newly elected Board Member

Allison Weinhagen, Director of Community Engagement

Liz Jarvis, Membership & Board of Directors Coordinator

Kiersten Hallquist, Member, Board Minutes Taker

Serrill Flash, Member

Jennifer Kennelly, Director of Finance

A quorum was established and the meeting started at 5:59PM.

Preliminaries

Review Agenda

The Agenda was accepted as written.

Review Minutes

The November 23, 2015 Minutes were accepted as written with the following changes under Review Minutes: ~~rather than print a board calendar each meeting.~~

Review Follow-Up Items

Six items were removed from the November action items list.

Jennifer asked for clarification on her task and provided an update when clarification was provided: the spike in the data was due to it referencing specific number of workman's compensation incidents, including very minor incidents that would account for the increase.

Open Member Time

Wayne thanked the City Market staff for their attention to his family.

Board Education

The Member Work Program

John and Allison presented information on the Member Work Program. They presented on the basics of the program, recent transitions, Community Outreach Partners, and current statistics.

BASICS: The vast majority of Member Work is done with Community Outreach Partners with some additional hours from sponsored events (COTS tree sale, First Night, Art Hop, etc.). Allison W noted they had seen improvement in the number of volunteers for the COTS tree sale.

TRANSITIONS: City Market phased out most in-store Member Work in January and February of 2015. This occurred because City Market wanted to increase access to Member Work hours for all Members, to increase support for non-profit partners, to address concerns about labor laws and minimum wage (risk management concerns), duplication of work of paid staff, and current in-store opportunities (community outreach). Allison W commended Liz Jarvis's work in diplomatically and successfully building relationships between Community Outreach Partners and Members to support a successful transition. City Market is hearing from other cooperatives wanting to learn from this transitional experience.

COMMUNITY OUTREACH PARTNERS: City Market has 18 partners and this continues to grow. Outreach Partners must provide a volunteer coordinator, insurance, signed MOUs outlining expectations, agree to submitting hours on time monthly, and must be a non-profit with a focus on food access or local food systems (with some exceptions). City Market tries to add slowly and mindfully.

Current statistics reveal that City Market did see a drop in Member Work with the transition, but Allison W has witnessed the numbers starting to move upward again, on track to return to pre-transition levels. Statistics were provided in hours. Member participation in the program fluctuates month to month, and ranges between 250 and 400 Members participating in a given month; summer and fall definitely sees higher numbers of Member participants in the program.

The Board asked Allison W clarifying questions. City Market does not rely on the Member Work program; it's a service they provide to their Members. Member Work is tracked month to month, but has not been compared over years. Currently, Allison W and Liz Jarvis do not track orientated Member Workers as compared to Members who participate in Member Work.

The Board suggested developing an application to track Member Work with check-ins and check-outs. Currently, the program uses open-source software that works for the program, but they are considering using other technology as the program grows. Members can retroactively receive their discounts; Members are not penalized when hours are submitted late by the Outreach Partner.

GM and Board Check-in

Julia proposed the Board consider a team check-in in addition to the GM check-in.

John shared he supports continued check-ins, especially considering the work he expects the Board will encounter in the coming months with the expansion project. He wants to ensure the Board is

kept well-informed and that he strikes a careful balance with updates and providing information to the Board.

Board Members shared their concern with the amount of reading they were provided a few days leading up to the meeting. They request receiving the updates more in advance and to provide clarification on content purpose to help support the Board to successfully manage their time and to continue to meet expectations. However, the Board recognizes there is an incredible amount of projects going on in the store right now, including supporting the Board, and that urgent items will always occur.

Faye suggested revisiting team-building discussions in the interest of bringing together the “new Board for 2016.”

John shared he is looking forward to the holiday social. He welcomes and encourages feedback. He thanked the Board for their candid feedback.

GM Reporting

Monthly GM Update

John presented his report to the Board. He highlighted that City Market had a phenomenal month. City Market experienced record breaking sales and number of customers in the store, but maintained a calm and collected environment. He commended the staff's incredible hard work and dedication, and highlights the need to continue rewarding the staff and acknowledging their work by continuing to have a lot of fun. John continues to prioritize maintaining a positive work environment.

The Board shared their appreciation for the section on the expansion recently added to the GM Update.

The zoning review is now on the agenda for the City Council January meeting, but John recognizes zoning reviews can be a lengthy process. Specific store designs are still in progress, but a lot of work is still dedicated to fielding feedback and concerns.

The Board observed new bulleted updates including new outcome measures to improve accuracy in reporting on store success and the “Best Places to Work Survey.” He highlighted that the purpose with this survey is not to create space for recognition, but to explore what the store is doing well and where the store could improve. John commended the staff and the IT department's continued attention to detail.

B8: Board Elections

The Board reached consensus that the interpretation and the data was sufficient to demonstrate compliance.

Board Monitoring

D11: Board Perpetuation

Joanna reported on this policy and found the Board in compliance. She summarized the policy purpose and highlighted how the Board addresses the policy and works to develop a quality Board including but not limited to continued trainings and orientation.

Joanna noted the policy is somewhat redundant. Faye highlighted a comment from last year, suggesting simplifying the policy, but suggested waiting to hear the Perpetuation Committee's perspective. Faye used #3 and #4 as an example as to where the Board might improve compliance; i.e. the Board could improve how candidates represent qualifications outlined in the policy. Julia feels the Board could work better to actively identify candidates.

John suggested the Board consider representing the customer population, or a "broad representation" in Board Membership when discussing candidate recruitment. The Co-op could set a precedent nationally on how we develop a representative Board and continue to stay relevant to the community.

The Board added "Addressing the language in D11" to the Parking Lot.

Future Planning

Open Member Time Response

None.

CBLD Workshops Attendance

The Board needed to determine how many people are planning to attend the 101 or the Leadership Workshop in Keene, NH on January 8th. Faye is a definite yes. Joanna already attended the 101, so she indicated interest in attending the Leadership Workshop. Charles needs to consider his workload.

Review Board Calendar

The Board discussed changes to be made to the Board Calendar. Allison S is tentative for February attendance. The Board noted the May Board Meeting could be moved to the fourth Monday because Memorial Day occurs on the fifth Monday in 2016.

The Board acknowledged the Board retreat is occurring next month.

The Holiday Dinner will occur on January 7th, at Spare Time, in Colchester.

The Board discussed whether they should consider a regular Board Column in the Onion Skin.

Joanna volunteered to do the April Board monitoring. Wayne volunteered to monitor D1: Governing Style, in May. Joanna volunteered to monitor C2 in May unless the new Board Member decides she would like to do it.

Wrap Up

The Board commended the smooth execution of this evening's meeting.

Executive Session

The Board moved into Executive Session at 8:00pm to discuss monitoring performance during expansion, expansion contracts, financials and Board vacancy.

The Board came out of Executive Session at 9:45pm.

Adjourn

The Board adjourned at 9:45pm.

Action Items

John will present research on business plan structure when exploring expansion for a second store for a future meeting.

John will incorporate updates on NCG compliance into Board meeting infrastructure. **John and Julia** will determine where this update might fall in the Board meeting process (ensure it happens at least annually).