

## **Onion River Co-op/City Market**

Board of Directors Meeting

April 25, 2016

### **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  
Allison Searson, Board Member, Treasurer  
Ali Kenney, Board Member  
Liz Gleason, Board Member, Secretary  
Rachel Jolly, Board Member

Absent:

None

### **Also in attendance:**

Michael Healy, Board Facilitator  
John Tashiro, General Manager  
Jennifer Kennelly, Director of Finance  
Liz Jarvis, Membership and Board of Directors Coordinator  
Kiersten Hallquist, Board Minutes Taker  
Serrill Flash, Member

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

### **Preliminaries**

#### Review Agenda

The Agenda was accepted as written.

#### Review Minutes

The March 28, 2016 minutes were accepted as written.

#### Review Follow-Up Items

Six items were removed from the Action Items list. Note, the NCG Compliance Review was added to Calendar, in October.

### **Open Member Time**

None.

### **Board Retreat Evaluation**

The Board evaluated their annual retreat and discussed visioning.

The Board commended the preparation material and activities. Julia suggested adding the video content to new Board Member education. The Board requested further education and focus on the underserved customer population at future retreats.

John proposed extending the deadline for finalizing the visioning plan draft to extend over a one-year period (Board Retreat, 2017) versus trying to have it prepared for the upcoming member meeting (October, 2016) to provide additional time to collaborate and engage with various stakeholders. The Member Meeting will present an opportunity to engage with Members.

A draft of the visioning timeline and long-term plan (one year) will be available for review at the May Board Meeting.

### **Work Plan Proposal**

Julia and Faye presented their draft work plan to the Board. The plan highlighted themes and topics the Board might focus on beyond policy monitoring over the coming year. The Board asked follow up questions. The Board shared approval for the drafted work plan.

### **Review Parking Lot**

Faye presented the Board Parking Lot List, which has been developed over the past year.

The Board reviewed the full Parking Lot List. The Board shared they would like to ensure sub-bulleted items are incorporated into the long-term work plan, so the content is not lost.

Faye will update the Parking Lot Items based on the Board's feedback.

Faye will add "Creating a structure for tracking the progress of Board Education" to the Parking Lot Items.

### **Prep for GM Evaluation**

Julia presented the GM evaluation process, which is based on a summary of the compiled GM monthly reports. The Board discussed the "Evaluating the General Manager" article and the evaluation process. The Board decided to move forward with the agreed upon evaluation process; however, Faye will add "Review the GM Evaluation Process and discuss options for gathering feedback" to the Parking Lot Items.

Julia will send Board Members question prompts to review going into the GM Evaluation Process. John will also send the Board Members questions to help him gather any desired specific feedback.

### **Board Monitoring**

#### D8: Cost of Governance

Joanna reviewed D8 and reported the Board is in compliance. The Board asked follow-up questions.

Faye will add "Research and discuss Board Member compensation" to the Parking Lot Items.

## **GM Reporting**

### Monthly GM Update

John presented his report to the Board; this is the last GM report on this one-year evaluation cycle (12 compiled monthly reviews). The Board asked clarifying questions.

### B4: Financial Condition

The Board asked clarifying questions, shared observations, and discussed metrics.

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

## **Future Planning**

### Open Member Time Response

None.

### Review Board Calendar

The Board accepted the calendar as written.

## **Wrap Up**

The Board shared their appreciation for Faye and Julia's work on the Parking Lot Review, and the Board's opportunity to engage in the process.

## **Executive Session**

The Board moved into Executive Session at 8:20pm to discuss potential expansion opportunities.

The Board came out of Executive Session at 9:20pm.

## **Adjourn**

The Board adjourned at 9:20pm.

## **Action Items**

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

**John and Julia** will present on the Lending Program at a later board meeting (post-retreat).

**John** will draft the long-term visioning development plan to align to a 1-year timeline and will present it at the May meeting.

**Faye** will add "Creating a structure for tracking the progress of Board Education" to the Parking Lot Items.

**Faye** will update the Parking Lot Items based on the Board's feedback from the Parking Lot review.

**Faye** will add "Review the GM Evaluation Process and discuss options for gathering feedback" to the Parking Lot Items.

**Julia** will send Board Members question prompts to review going into the GM Evaluation Process.

**John** will also send the Board Members questions to help gather any desired specific feedback.

**Faye** will add "Research and discuss Board Member compensation" to the Parking Lot Items.