

Onion River Co-op/City Market

Board of Directors Meeting

Virtual, Zoom Meeting

April 15, 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

Brian Tobin (he/him), Board Member

Shannon Kilpatrick (she/her), Board Member (*left at 8:04 PM*)

Mitch Manacek (he/him), Board Member (*arrived at 6:17 PM, so vote tally was 6 at the start of the meeting for early agenda items.*)

Absent:

Rubin Jennings (he/him), Board Member

Jen Savas, Board Member

Also in attendance:

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

Emily O'Hara (any + all pronouns), Member, Board Meeting Minutes-Taker

John Tashiro (he/him), General Manager

Lauren Jones (she/her), Membership Manager

Serrill Flash (he/him), Community Member

Madelyn Cataford (she/her), Director of Finance (*joined at 8:21*)

Preliminaries

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

Review Agenda

Agenda was reviewed and approved as written with 6 supporting votes, 0 abstentions, and 0 dissenting votes.

Review Minutes

The Board reviewed the meeting minutes from March 25, 2024 meeting, and the meeting minutes were accepted with 6 supporting votes, 0 abstentions, and 0 dissenting votes.

Review Action Items

The Board reviewed the Action Item list and 3 items were removed. (One item remains: See below.)

Open Member Time

Serrill shared about his eclipse experience!

GM Reporting

Monthly GM Update

John presented the GM Update to the Board, highlighting updates regarding positive sales trends. Staffing levels continue to show more consistency. Look out for more upcoming staff events. Temporary finance person hired to support that department. Membership back up over 12,000.

The Board shared personal observations and asked clarifying questions.

B10: Communication Support for the Board

John presented the B10: Communication Support for the Board.

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

FY 2024 Audit RFP

John provided an update on Gallagher Flynn to the Board. His recommendation is to keep the current firm's partner with a new lead auditor for this year, with hopes of finding another firm for the following year.

Board Education and Training

Columinate Webinars & Events

CCMA 2024 Annual Meeting

Spring Board Retreat

Board Self-Monitoring

D8: Cost of Governance

Sam presented his review of D8: Cost of Governance and shared personal observations.

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

~Half-time stretch~

Board Meetings and Work Plan

Open Board Time

Going well:

- Addition of new Board Members is going well
- Support from City Market management staff
- Careful preparation and utilization/management of our agenda
- Onboarding process (for new Board Members)

Keep doing or do more of:

- Disagree with each other more (respectfully, of course)
- Ask more questions
- Take advantage of the Coluninate & education opportunities
- Open-ended social event(s), pre-readings, or other ways to engage

Improve/change, stop, or do less of:

- [Improve] organize Google Drive taxonomy
- Will consult Michael (at retreat) for his perspective

Open discussion about keeping the current format, moving to more in-person meetings, etc. while keeping in mind staff time for meal preparation.

Sam will be attending a chorale concert (a former Board Member is in the chorus); Jody will also be attending.

Mitch is interested in joining the Board Perpetuation Committee; Jody to send details.

Kristina rejoining First Strides VT: firststridesvermont.com or email firststridesvermont@gmail.com

John shared news with presenting a special Co-op gift basket for former Burlington Mayor Weinberger as he concluded his term in office. John also has a meeting on Thursday to meet with Mayor Mulvaney-Stanek.

Future Planning

Open Member Time Follow-up

Spring Board Retreat

Annual Member Meeting Timings

Tuesday, September 24 (evening meeting)

Review Calendar

Kristina, working jointly with Sam, to lead C3 “Monitoring Management Performance” reporting.

Wrap Up

Action Items

Emily presented 1 action item to the Board.

Meeting Evaluation

Fruitful; enough time to have a little more open-ended discussion.

Adjourn

The meeting adjourned at 8:21 PM

Action Items

April 2024

Sam to upload the adjusted memo for the GM Evaluation process.