

UVFC Board Meeting July 23rd, 2024

Board Members Present: Tina Barney, Kate Rohdenburg, Kerry Rosenthal, Chris Sneddon, Rio Pires, Pamela Perkins, Zea Luce, and Sam Sukumar

Others Present: Darrion Whalen (GM)

Recorder: Chris Sneddon

1. Agenda, Announcements and Old Business

- Check-ins and Ends Reading
- Board Emails: Correspondence between Kate and Laura re: Board membership; Laura updated bio for ballot.
- Member comments: none
- Agenda Amendments: none
- Announcements: Next month, Tina suggests reading the Ends from memory.

2. Meeting Minutes

- Approval of June 2024 Minutes.
- Change? None suggested.
- June Minutes APPROVED

3. New Business from the GM

Staff Updates:

- Start of the FY. Staff updates, some members transitioning out of UVFC. Will be fine, putting out some feelers for Health and Beauty. Expand Sunday hours, open prior to 11am (goal is 9am). Kerry asked if Norm is still doing bookkeeping, and yes he is, but his hours are down. Kate asks about still trying to hire; yes we are. DW explained the role is evolving. DW and others can pick up some of the bookkeeping tasks. Other possibilities for future: payroll system, out-sourcing other tasks. Looking into this could incentivize changes to make system more efficient and manageable.

UNFI Update

- Main food distributor, trying to re-shuffle work load and delivery schedule. Changes scheduled for Fall, but DW needs to have a conversation with them, the schedule is not ideal for UVFC. We do have some backup plans in place. Stay tuned.

Product Update:

- Great amount of local produce; now offering Farmer Focus fresh chicken (better “cornucopia” score — more sustainable, etc.)

Store Layout:

- Moving of spice station. Would love to hear feedback for these changes.

Timing of Board Meeting (September):

- GM has conflict with Tuesday meeting that month (09/24). Perhaps Mike could attend in his place.
- RFP is on the agenda for September meeting. DW would prefer to attend. The meeting will be moved a week ahead (09/17).

Event Updates:

- Ice Cream Social was a great success (in spite of Chris' poor memory). Terrific and positive feedback from members and non-members. Larissa was super helpful.

Finances:

- On target for months under consideration.
- Tina points out it has been one year anniversary for GM! Hurrah!

4. Policy Governance

- Sam interpreted the policy of G6 — Board Committee Principles. We appear to be in compliance. Tina discussed how other Co-ops use Committees as a recruiting device. For example, get feedback from members about things they want, then put together committees based on that. Perhaps float this idea at the Annual Meeting. Listen for ideas like “hey I wish the co-op could do X...”
- Board has CONSENSUS that we are in compliance with this policy.

5. New Business for the Board

Annual Meeting Update:

- GM and Larissa discussed previous formats and venues, brainstorm of ideas to make the AM more enjoyable and informative. Similar potluck style, informational sharing from GM (e.g., status, future outlook).
- Date: Sundays early in October, or later. GM suggests Sunday, October 6th.
- Tina asks if there are known conflicts with Board members. Not certain, but October 6th seems good. Noon is too soon, but 3-5 pm or 4-6 pm might be the best. Pamela suggests 3-5. Gets dark around 6:20 pm on that day.
- GM asked should we decide now. An operations decision, so GM will decide.

Discussion of RFP (Request for Proposal): GM Compensation Plan

- Tina reminded everyone that we pared down the RFP to make it more efficient and make sure it does not conflict with Policy Governance. **New form is the email to the Board (not the hard copy).
- Timing of RFP...Tina asked when original contract expires. GM will let Board know when the current contract ends. CP will apply retroactively to when that contract

ends. Kate asked about this. Chris asked about Columinate data base re: compensation models for GMs. Tina said there are other factors to consider (e.g., job description, tasks). GM can use the database to compare.

- Kate pointed out that like policies/ends, GM can make the argument for the RFP. Tina said NFCA might have other data. Tina pointed out a lot of turnover of co-op GMs in the past five years. GM asked about seasoned versus newer GMs. Columinate should have this.

Attendance:

- Tina let Board know that Max has resigned from the Board due to a number of personal conflicts that have made it difficult to attend meetings. Perhaps in the future he can achieve a better balance. He thanks the Board for its work. Discussion of how to facilitate having a more diverse Board. Sam would like to continue being on Board, absences were excused from Sam's perspective.
- Sam felt there should be a little more flexibility to be able to attract and support Board members with different socio-economic situations. Being on the Board should be attainable to a diverse group of people. Also, we should have a conversation prior to making a Board decision about whether or not to enforce attendance policy.
- Board discussed other ways of being connected to Board work (e.g., committees). Board has to decide on what members' roles are in terms of time commitments and meeting attendance.
- Discussion of clarifying the policy with regard to missed meetings. E.g., a warning or friendly reminder after missing one or two meetings. Or more clarification of when there are circumstances that make it impossible to attend a meeting. Policy currently is 10 per year that a Board member must be in attendance. And there is no policy that talks about an unexcused absence. Any absence is considered an absence. But bylaws have language that states missing "two consecutive meetings" without adequate explanation is basis for not nominating a candidate who wants to run again.
- The main issue is whether or not to put Board members forward for election when the absence policy has not been met. Still a great deal of ambiguity.
- Kate volunteers to write up a more detailed policy regarding expectations of Board attendance at meetings and present them next month.

Board Candidates—Review the Board Ballot

- Kate updates on Laura diPiazza, who is planning to run; Kate and Pamela are running again.
Kate asked, as we have to get ballots out, does Larissa know we have been engaging with potential candidates; could we extend the deadline to put in a candidacy? The deadline was July 15th, Board would like to extend it to first or second week of August. Aware of printer constraints. Kate will communicate with Larissa about this issue.

Board Goals—Checking In:

- Attracting more members, more interactions between Board members and Co-op members.
- Board is doing pretty well on goals, this is not a meeting where we arrive at consensus on annual goals.
- Board education is doing well. CCMA and other workshops.
- Next Board coffee dates: ask Larissa to set up a new schedule, sign up during August meeting
- Livable Wage update: accomplished mostly, and we will see

Board Assignments:

- Board Self-Evaluation Working Group (WG). Tina discusses timing, difficult to have it screened, sent out, and filled in by August. Chris volunteers to be on this WG.
- GM Evaluation Committee: Tina, Kate, Kerry
- Newsletter Articles: Send in to Larissa if you have ideas.

6. Assignments

- E Ends: Larissa will assign (not Chris since he will be 6+ hours ahead on meeting date)
- M4 Monitoring GM Performance: Tina. Rio asked about how to garner staff input into the process. The GM Eval Committee will work on this in terms of a survey, confidentiality, anonymity and how to present this information to the GM.