



EFC Board of Directors Meeting

December 14, 2022, 6:07-8:05 pm

In Person

Directors Present: Amanda Degener, Seth Kuhl-Stennes, Therese Genis, Kristel Porter, Samantha Bailey, Desirée Olson

Directors Absent: Smita Dolan, Sadie Paschke, Joleen Baker

Staff Present: Michelle Spangler; John Lacaria, Anne Gazola, Luke Stensby

Guests Present: Rachel Soffer

Call To Order:

Amanda Degener, Board President, called the meeting to order at 6:07 pm.

Owner Comment Period:

There were no owner comments.

Preliminaries:

The board voted on accepting the consent agenda which includes the November meeting minutes and the December meeting agenda. Upon voting, the motion was carried 5:0.

Board Education:

Rachel Soffer, Attorney at Law, presented on the fiduciary duty of the board. Rachel answered the board's questions about fiduciary duty.

GM Time:

John gave an update about insurance policies for staff. The store is preparing for the holidays and recently had one of its busiest sales weekends.

A few individuals have started training for the new POS system. Roll out of the new system will tentatively happen in late February or March.

Luke Stensby, Eastside's IT Manager, reviewed the co-op's Computer/ Network Use Policy with the board and fielded questions.

Executive Limitations Monitoring Report

John reported compliance with his B10- Communication to the Board and B11- Board Logistical Support executive limitations monitoring. Desirée moved to approve John's B10 + B11 policy monitoring. Samantha seconded the motion. The motion passed 5:0.

Board Monitoring Report:

In Joleen's absence, the board decided to wait until next month to vote on the C2 policy monitoring.

Committee Reports:

Policy Governance

There was no report from the policy governance committee.

Strategic Planning

In Sadie's absence, Amanda shared Sadie's thoughts about the upcoming board retreat.

Finance

The finance committee will meet again in February.

Board Development

Seth shared that the Board Development committee reviewed its charter and discussed bringing uniformity and conciseness to committee charters more broadly. The committee will also be working with the board assistant to compile a procedure manual for the board. Seth shared that he is planning to roll owner outreach into the board development committee.

Justice, Equity, Diversity, & Inclusion

Therese and John shared that they are still in communication with the YWCA with regard to hiring a new DEI consultant.

Adjourn

Amanda motioned to end the meeting at 8:05 pm. Upon voting, the motion was carried 5:0.