



EFC Board of Directors Meeting

January 8, 2024; 6:00- 7:05 pm

Hybrid

Directors Present: Joleen Baker, Michelle Spangler, Nina Houts, Julie Tilka, Alicia Marcellis, Ryan Brown; **via Teams:** Zack Avre, Sarah Baeverstad, Kristel Porter

Directors Absent:

Staff Present: Anne Gazola

Guests Present: Mark Butcher, Jessica Mack

Call To Order:

Michelle Spangler, Board President, called the meeting to order at 6:00 pm.

Preliminaries:

Julie Tilka read Eastside's Ends statement. Nina made a motion to approve moved to accept the January Board meeting agenda and December Board of Director meeting minutes as well as the Board Development and Policy Governance Committee charters. Alicia seconded the motion. Upon voting, the motion was carried 9:0.

Owner Comment Period:

Mark Butcher introduced himself as both an owner and Eastside staff. Jessica Mack introduced herself as the new board assistant.

Board Education:

Michelle Spangler and Nina Houts introduced the discussion topic, *Writing a Vision of Greatness*. Board members broke into pairs to discuss questions related to imagining Eastside's future.

Board Business:

In order to clarify the roles and responsibilities of board members and owners with regards to public meetings, Alicia moved to adopt the *Meeting Guidelines for Guests* effective at the February 12, 2024 Board of Directors meeting. Joleen seconded the motion. The motion passed 9:0.

In compliance with the terms of the general manager's employment contract, Alicia moved to accept Anne's request for funds for NCG's *Managing Co-op Financial Health* program. Ryan seconded the motion. The motion to approve Anne's professional development funds passed unanimously.

The board discussed possible dates and a general agenda for its coming retreat. The board discussed using the retreat to clarify how board members work together and to determine clear guidelines for the board's role and the General Manager's roles in creating a strategic vision. Watch for more dates from Michelle for the retreat.

Board Monitoring Report:

Due to the New Year holiday, the governance committee postponed reviewing C1 and will plan on reviewing policies C1-Governing Style and C2- The Board's Job next month.

Committee Reports:

Policy Governance:

The committee will meet for 90 minutes in February to review C1-Governing Style and C2- The Board's Job and review possible bylaw amendments.

Board Development:

The committee will continue preparing for the 2024 board election and is exploring right-sizing time commitments and expectations for board members.

Executive Limitations Monitoring Report:

The Board discussed Anne's monitoring on policy, B3- Asset Protection. Anne reported compliance with the policy. Joleen motioned to accept Anne's monitoring report on policies B3-Asset Protection. Alicia seconded the motion. The motion to accept Anne's Executive Limitations reporting passed unanimously (9:0).

Adjourn

At 7:05 pm, Julie motioned to end the open portion of the board meeting and move to executive session. Nina seconded the motion. The motion carried 9:0.

Executive Session:

The board discussed confidential store matters and internal board protocols.