



EFC Board of Directors Meeting

August 8, 2022, 6:00-8:00pm

Hybrid

Directors Present: Amanda Degener, Michelle Spangler, Joleen Baker, Sue Jaeger, Seth Kuhl-Stennes, Sadie Paschke, Therese Genis; **Present via Teams:** Smita Dolan

Directors Absent: Desiree Olson

Staff Present: John Lacia

Guests Present: Samantha Bailey

Call To Order:

Amanda Degener, Board President, called the meeting to order at 6:04 pm. Therese led the Board through a DEI ice breaker focused on breaking down stereotypes.

Owner Comment Period:

There were no owner comments.

Preliminaries:

Seth Kuhl Stennes motioned to vote on the amended July meeting minutes and the amended August meeting agenda using a consent agenda. Sadie Paschke seconded the motion. Upon voting, the motion was carried 8:0.

GM Time:

John shared that the yearly audit performed by Sarah Budenske has started a bit early this year because the co-op switched to QuickBooks online.

The GM and the Board are currently reviewing our loans and looking for options for refinance or modifying existing loans. The first part of the process is to have the property appraised.... This is currently in the works. John's focus on employee relations has been to provide attractive jobs and hold down turnover. However, early 4th quarter data indicates too much focus on staffing and not enough attention to margin performance. John is working to balance inflation offsets with customers' positive store experience.

The Board is invited to the staff party next Thursday from 7pm-12am.

Much of the staff is using their PTO during the summer months. It does put a strain on those working in the store and department managers are covering vacation time right now. However, EFC believes that staff should be able to take their PTO time when they want to, so they work hard to make sure it is covered.

John is waiting for a proposal from the YWCA for deepening the store's commitment to DEI initiatives. John asked Julie in HR to include some work with the Board as part of the proposal.

Executive Limitations Monitoring Report

The Board discussed several aspects of John's B4, B5, B7, and B9 monitoring.

Policy B4.5 addresses owner economic investment in the store. Could the Board use this policy to encourage owner investment in the solar project? John's preference would be moving towards alignment in how the co-op is going to pursue future growth.

After much discussion, the Board approved John's monitoring with the caveat that over the next year the Board would review the general B4 policy that speaks to diversity of ownership and home in on what the Board wants the GM to measure with regards to the Board's DEI goals for the store. Joleen motioned to pass John's monitoring report. Sue seconded the motion. Upon voting, the motion was carried 7:1, with Seth Kuhl-Stennes voting against the motion.

Board Education:

The Board invited representatives from the United Food and Commercial Workers Union Local 663 to present at the BOD meeting. However, the union was unavailable.

5-minute break

Board Monitoring Report:

Michelle reported compliance with the Board's D1, D2, and D3 monitoring. The committee is considering adding a policy regarding the new vision statement. Joleen moved to accept the policy monitoring report. Sadie seconded the motion. The motion passed 8:0.

Committee Reports:

Policy Governance

There will be no committee meeting in September due to Labor Day.

The committee reviewed policies B7 and B8 through a DEI lens. There are some minor changes the Board may want to consider going forward with policy B7 regarding accessibility. The committee will also explore creating a goal matrix for the GM.

Strategic Planning

The two main topics discussed at the July meeting were: the energy audit and upcoming listening sessions. John discussed holding listening sessions during the annual meeting with Tucker and they share concerns about giving the listening sessions the attention they will need during the annual meeting. John and the marketing department recommend holding a series of listening sessions as a stand-alone series in the new year.

The annual meeting will be held from 5-6 pm in the community room; then a 6-9 pm gathering will take place in the parking lot.



Finance

The finance committee discussed the Board budget. A few changes of note: the Board has budgeted up to \$500 to cover childcare expenses for Board members to attend meetings, on an as needed basis. The committee also increased our budget for ongoing DEI work.

Board Development

Sadie sent out a revised orientation slide deck for the new Board member orientation. All Board members should review their parts.

Justice, Equity, Diversity, & Inclusion

JEDI meets next week. Therese will send out an agenda.

Board Business

The Board discussed if Michelle Spangler, Secretary/ Treasurer and Board Assistant, could participate in contract review/ negotiations with John. Michelle recused herself from the discussion and the Board agreed that she could participate in the review process.

Adjourn

Joleen motioned to end the meeting at 7:58 pm. Sue seconded the motion. Upon voting, the motion was carried 8:0.

Following the BOD meeting, the Board met in executive session to discuss contract renewal for the general manager.