



EFC Board of Directors Meeting

August 9, 2021, 6:00-8:00pm

Eastside Food Co-op Community Room

Directors Present: Desiree Olson, Michelle Spangler (Zoom), Sue Jaeger, Amanda Degener, Brenda Burmeister, Jennifer Anderson, Seth Kuhl-Stennes

Directors Absent: Autumn Brennan, Therese Genis

Staff Present: John Lacaria, Amy Gilbert

Guests: Joan Barnes, Joleen Baker, Smita Dolan

Call to Order:

Sue Jaeger, Board President, called the meeting to order at 6:03 pm.

Sue shared a passage from *Incorporating Anti-Racism, Diversity, Equity, and Inclusion (DEI) Into Board Policies: A CBLD Field Guide* written by Marilyn Scholl and Thane Joyal.

Owner Listening Period:

The Board welcomed guests to the meeting.

Preliminaries:

Amanda Degener motioned to approve the agenda as written. Brenda Burmeister seconded the motion. Upon voting, the motion carried 7:0.

Seth Kuhl-Stennes motioned to approve the July Board of Directors meeting minutes. Desiree Olson seconded the motion. Upon voting, the motion carried 7:0.

Sue Jaeger moved discussion and approval of the July Executive Session minutes to the September Board meeting to allow Board members more time for review.

General Manager Time:

John Lacaria, General Manager, provided updates from the store.

- John alerted the Board that staff and customers are being highly encouraged to wear masks while in the store based on updated Centers for Disease Control and Prevention (CDC) mask guidance. As of Sunday, August 8th, the level of community transmission in Hennepin County was high.
- Sarah Budenske, CPA, is wrapping up the store's annual financial audit. A draft of the audit report should be available for Board review by the next Finance Committee meeting scheduled for Monday, September 6. The Board of Directors will need to determine if it can declare a patronage rebate or preferred share dividends based on the store's performance.
- John will be on vacation starting Saturday, August 21, returning to the store on Tuesday, September 7.
- Eastside is preparing for its board election and annual meeting. The business meeting will be held virtually on October 7 and- Eastside will host an in-person community event in the parking lot of the store on October 8, weather- and COVID-permitting.

Executive Limitation Monitoring:

Policies A – Global End and B2 – Business Planning and Financial Budgeting.

Amanda asked about the employee volunteer program. John shared that for every 100 hours worked, Eastside employees earn 1 hour of paid community service time. While John would like to see higher staff participation in this program, Eastside regularly shares volunteering opportunities with employees.

Sue asked John how he tests a budget or plan for feasibility. He responded that he uses historical and industry trends to test for feasibility.

Seth Kuhl-Stennes motioned to accept the monitoring report. Amanda Degener seconded the motion. Upon voting, the motion passed 7:0.

Board Monitoring Report:

Michelle Spangler, Board Policy Governance Committee Chair, reported on D2: Accountability of the GM.

Michelle reported compliance with D2 and moved to accept the D2 policy monitoring report. Brenda Burmeister seconded the motion. Upon voting, the motion passed 7:0.

Diversity, Equity, and Inclusivity Update:

Amanda Degener raised the idea of merging the board's DEI efforts with the Owner Engagement Committee. She shared that Autumn Brennan, Owner Engagement Committee Chair, is on board with that idea. The group generally expressed agreement and emphasized that all committees should still look at issues through a DEI lens.

Amanda reminded members of the next scheduled meeting with DEI consultant LaDonna Sanders-Redmond on September 26. The board discussed possible topics for the meeting with LaDonna.

Committee Reports:

Owner Engagement:

No owner engagement update. Autumn Brennan, committee chair, alerted the Board she was traveling and would be unable to attend the meeting.

Policy Governance:

The Policy Governance Committee will ensure that recent language changes made to policies are reflected in the Policy Register.

The Board discussed a potential update to Eastside's By-Laws proposed by Seth Kuhl-Stennes. The Board is not planning on bringing a By-Law change to the owners during this year's election but is interested in identifying changes that it might want to make in future years.

In order to bring alignment with the board's DEI work to the wording of Policy D2, Michelle motioned to amend the policy to read, "The Board exercises its *responsibility to* staff, store operations and conduct of the business only through the General Manager." Brenda Burmeister seconded the motion. Upon voting, the motion passed 7:0.

Finance:

Next month the Finance Committee will have an update on the budget.

Board Development:

The Board Development Committee shared updates regarding the upcoming board election. There are 5 candidates running for the Board of Directors. Amy Gilbert has been in touch with candidates regarding photos. There is a Candidate Meet n Greet on September 27. Brenda will share details regarding the Owner Event and CBL101 leadership session as the planning process continues. Next month's education topic will be the yearly report and annual audit.

If the committee must switch to a virtual format for the Meet n Greet, there may be a shift to a more formal panel event format.

Strategic Planning:

The Strategic Planning Committee provided an overview from the last meeting. At the meeting, the committee reviewed Eastside's product commitment and John shared the suggested changes with Anne.

The committee continues to explore a possible solar installation at Eastside Food Co-op. They are engaging with Solar United Neighbors on possible options. Amanda put together a card to be mailed to Stewart Herman from University Lutheran Church of Hope, who recently presented to the committee on solar options. The board will submit question ideas for the dot survey taking place at the October 8 owner event to Seth and the board will get a final list of questions to Amy by September 10.

Board Education

The Board Education Committee shared a presentation, "Understanding the Annual Report."

Sarah will present on the audit next month. The audit package will include a letter from her, a letter from John, the auditor's report, and financial statements. Sarah will provide a draft of the audit in time for the September Finance Committee meeting. Jennifer will make her "Understanding the Annual Report" presentation available for review in the Board of Directors SharePoint.

Adjourn:

Brenda Burmeister motioned to adjourn the meeting at 8:08 pm. Desiree Olson seconded the motion. Upon voting, the motion carried 7:0.