



## **EFC Board of Directors Meeting**

**October 11, 2021, 6:00-8:00pm**

**Eastside Food Co-op Community Room**

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

Directors Absent: Autumn Brennan

Staff Present: John Lacaria, Amy Gilbert, Anne Gazzola

Guests: None

### **Call to Order:**

Sue Jaeger, Board President, called the meeting to order at 6:06 pm.

Jennifer Anderson read the 7 cooperative principles.

### **Owner Listening Period:**

There were no guests present at the meeting.

### **Preliminaries:**

Brenda Burmeister motioned to approve the agenda. Seth Kuhl-Stennes seconded the motion. Upon voting, the motion carried 7:0.

Seth recommended that a clarification be added to the September board minutes, noting that the board's vote on employee profit sharing took place via email. Amy Gilbert amended the minutes.

Jennifer motioned to approve the September minutes with the amended language. Seth seconded the motion. Upon voting, the motion carried 8:0.

### **General Manager Time:**

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

- 149 owners voted in the annual election. Owners elected three new board members: Sadie Paschke, Smita Dolan and Joleen Baker. They will serve three-year terms. Amanda Degener received the fourth highest vote total. As a result, the Board has appointed Amanda to serve the 2<sup>nd</sup> year of the term being vacated by Brenda Burmeister. In the next election, owners will vote in three directors for a three-year term and one for a one-year term.

- Owners also voted on Seedlings recipients. Division of Indian Work, Twin Cities Food Justice, Northeast Farmers Market and Dream of Wild Health received the highest number of votes.
- Eastside's 2021 annual meeting had lower attendance than anticipated. Next year, we're hoping to have an in-person meeting with a keynote speaker in the hopes of increasing attendance.
- There was good attendance and engagement at the annual gathering. Tucker Gerrick, Marketing Manager, is hoping to host a similar event during Art-a-Whirl in the spring.
- The dot survey will stay up in the store for the next week or two to gather additional owner input. Eastside owners have shown an interest in the solar project and increasing community impact.
- All-staff meetings were scheduled to take place this week but have been postponed to the second week of November due to difficulties finding a location for the meetings. Management will discuss employee satisfaction survey results with staff and an updated attendance policy.
- The co-op is hiring internally for a new Manager on Duty role to cover night and weekend shifts.
- John is finishing the hiring process for IT Manager.
- The beverage bar will close at 7 pm moving forward.
- Eastside staff will conduct an owner drive shortly after the New Year.
- John will be on vacation next week.
- John recommends the Board approve preferred share dividends based on FY2021 financial performance.

Pending approval from Self-Help Credit Union, Sue motioned to approve dividends for preferred shares. Jennifer seconded the motion. The motion carried 8:0.

#### **Executive Limitation Monitoring:**

John shared about his B6 policy monitoring, including the staff survey results and HR audit.

Michelle Spangler motioned to accept John's B6 policy monitoring on staff treatment and satisfaction. Sue seconded the motion. The motion carried 8:0.

#### **Board Monitoring Report:**

Michelle reported Board compliance with D4 policy monitoring. Michelle motioned to accept the reporting. Therese Genis seconded the motion. The motion carried 8:0.

#### **Board Education**

Michelle provided an overview of plans for the board orientation presentation.

#### **Board Business**

##### Officer Discussion

- The Board held a discussion about current Board members' interest in the officer and committee chair roles for next year's term.

##### Columinate Role Discussion

- The Board had further discussion about how to best utilize support from Columinate, agreed to continue researching providing additional board stipend for fulfilling committee chair

responsibilities (this will require a By-Law change approved by the membership), and appropriate number and frequency of Board committee meetings.

**Committee Reports:**

**Owner Engagement:**

Amanda shared a suggestion from Autumn Brennan, Owner Engagement Committee Chair, to change the name of the Owner Engagement Committee to the Justice, Equity, Diversity, and Inclusion (JEDI) Committee. This suggestion will be discussed further with the new board of directors.

**Policy Governance:**

Michelle Spangler, Policy Governance Committee Chair, shared that the Board has worked with their DEI consultant, LaDonna Sanders-Redmond, and their Columinate consultant, Joshua Youngblood, to critically look at the Board policies through a DEI lens. While this work is not complete, she is prepared to make a motion to adopt the changes the Board has agreed upon so far so that they better reflect the board's current vision and values. Michelle then made a motion to adopt the revised C policies. Therese seconded the motion. The motion carried 8:0.

**Board Development:**

Brenda, Board Development Committee Chair, confirmed that board orientation will take place Monday, October 25 from 6:00-8:00 pm. She shared that this will be her final board meeting. Barbara Engen-Mangskau will present on fiduciary responsibility at the November board of directors meeting.

**Strategic Planning:**

Seth, Strategic Planning Committee Chair, did not have any updates to share. John shared that Alicia, Facilities Manager, reached out to Zeman Construction about the roof's capacity to support new solar panels.

**Finance:**

Jennifer, Finance Committee Chair, did not have any committee updates to share. She shared that this will be her final board meeting.

**Adjourn:**

Jennifer motioned to adjourn the meeting at 7:51 pm. Brenda seconded the motion. Upon voting, the motion carried 8:0.