

Present:

Directors: Jim, Matthaus, Beth, Amelia, John, Mark, Stephen, Elliot

Managers: Jocelyn, Courtney

Staff: Eli, Lydia, Nick

Action Items

- *Get back to management team about new structure by May.*
- *Think about Staff Structure Steering Committee. Do we want a link with the Staff Structure Steering Committee? How would that link work? A management or non-management staff to report back to board meetings?*

I. Staff Comments/Concerns

1. Timeline? (by Monday?)
2. Signed agreement is confidential, reasons aren't confidential?
3. Balance of transparency and confidentiality
4. A lot of staff didn't know Jessica was on performance improvement or probation, so some staff were more shocked than others. (Lack of information sharing.) How can we improve staff-board relations/communications? So things like this aren't a surprise in the future or an outside force.
5. Board development (through CBLD) will hopefully help with some of these issues as well as through staff structure development.
6. Performance improvement plans aren't generally publicized so as not to unnecessarily focus on the employee.
7. Distance from the situation can make performance issues less obvious. Context is important.
8. Process began with review process, which came mainly from staff input (co-managers and board as well).
9. Lack of clarity around performance improvement plan. Was asked to fill out a review form, but it wasn't clear what about or what the context was.
10. Process actually began after the review in 2007, so the process in many ways wasn't sudden. There were many deliberate steps taken.
11. Policy governance model says the board relates to the staff through the management team, so that makes communication challenging between board and staff. But it is a structural problem.
12. Board represents membership, staff is included in membership. Board members speak as members, the board speaks as the board.
13. Annual meeting: why wasn't the decision announced?
14. Space for dialogue? A conversation rather than a Q&A. Less mechanical.
15. Concerns about hiring another manager. If there should be another manager or not, concerns around this.
16. Right now planning/deciding is for an interim plan, not a permanent future plan.
17. The staff surprise shows that financial information wasn't transparent or there wasn't enough training in those areas for staff, if the finances were a main factor.
18. Early Staff retreat: financial education lobbied for. Training was discouraged due to fears for job security.
19. The way the finance manager is currently set up are not transparent enough.
20. Most management teams relate to the board as a team or through one point person.

II. Key Points to Address

1. Timeline, process used, process for future, places for more transparency, process for informing membership, acknowledgement for need for dialogue, what's next, reasons
2. Notes can be stuck in board box at coop for anonymity. Action item: Beth to check box.

III. Board Orientation Date

1. *New Word:* Orientated <adj>– to be oriented.

2. *Proposed: April 7<sup>th</sup> – Orientation (6pm-9pm), April 18<sup>th</sup> – CBLD, [tentatively: 3<sup>rd</sup> week] April 21<sup>st</sup> – Board meeting (6pm-8:30pm)*

### **3. Proposal Passes (7-0-1)**

#### IV. Interim Management Structure

1. Contracting for payroll, probably permanently
2. Contracting with a bookkeeper for reconciliation
3. Taxes are done and paid, but will need to be reviewed and signed still
4. Development?
  1. Everyday bookkeeping vs forward looking and trainings for staff
  2. Development Design position as a non-management position
5. Collection conversations happening at the staff level make hiring a new manager or a general manager less feasible.
6. In the interim, Accounts Coordinator will take on more work. In the future, the job may change to include more responsibility.
7. Parse Policy Governance for Finance Manager mentioning. Replace with Manager or Management team.
8. *Proposed: Change Jocelyn's job description to 32-40 hours indefinitely.*
9. Proposal passes (7-0-1)

#### V. OLCC Settlement Response

1. OLCC doesn't negotiate.
2. *Proposed: Move forward with OLCC settlement business.*

### **3. Proposal passes (8-0-0)**

#### VI. Executive Session

1. Key points to address
  1. Response to staff
    1. These aren't simple platitudes...human response. Out of respect for Jessica, we aren't going to offer concrete details about performance issues. We can't ethically and won't tell you when someone is in this process, but this is how the process works (review committee, PIP, probation). Interim structure. Mention G5.3 (Personnel issues are confidential). There wasn't enough improvement. Not fulfilling job description. The staff wanted more input in the process, but that isn't in the structure currently (largely due to blocks by Jessica).
  2. Response to membership: as part of Annual Report next year? Making changes to move forward with a new management structure.
  3. Timeline, process used, process for future, places for more transparency, process for informing membership – we chose not to out of respect, acknowledgement for need for dialogue, what's next, reasons, board staff relations, ways to hear staff concerns
2. Discussion Summary
  1. Are we limited by policy governance (G5.3)?
  2. Our mission shouldn't be to get the staff to agree with us, but merely to offer them more information.
  3. We can't try to convince the staff the we were right, it will never work.
  4. The staff may have wanted more input in this, but our current structure doesn't require that.
  5. Reiterate the timeline and process and that the improvement wasn't there.
  6. Nothing codified in Policy Governance about Management Team interaction.
  7. If staff needs to be angry and hurt, the board can be a direction for that anger.
  8. We shouldn't put out specifics out of respect to Jessica.
  9. Grievance policy.