

**Willimantic Food Co-op  
Meeting of the Board of Directors  
1/5/2023 Webb Hall**

**Directors Attending:** Steve Bachiochi, Linda Brock, Matthew Coolbeth, Katherine Gavin, Kathleen Krider, Niti Pandey, Alice Rubin, Joanne Todd

**Absent:** None

**Others Attending:** Patty Smith

**Call to Order:** 7:10 pm

Agenda Item	Resolution
<b>Members Speak Out</b>	
None	
<b>Consent Agenda</b>	
<ul style="list-style-type: none"> <li>• Draft Minutes of December Meeting.</li> <li>• Subcommittee Reports:               <ul style="list-style-type: none"> <li>• Board Perpetuation, Bylaws &amp; Policies, GM Succession, Member Engagement, Reincorporation, Expansion.</li> </ul> </li> </ul>	<p><i>Action: Motion to approve the revised consent agenda (Moved: Krider, Second: Todd) motion approved. Brock abstained, all others voted to approve</i></p>
<b>Old Business</b>	
<p>Reincorporation Update</p> <ul style="list-style-type: none"> <li>• The co-op has chosen an electronic voting system after comparing several. Patty recommends “Election Buddy” for low cost and ease of setup</li> <li>• We have email addresses for 4400 members and those members will vote electronically. Other members will need to vote in person. Staff will look into having a kiosk in the store for electronic voting.</li> <li>• Directors should contact Linda about board makeup and where they would like to fall in the term cycle on the board of the new co-op.</li> </ul> <p>Linda gave a presentation about Diversity. Topics including:</p> <ul style="list-style-type: none"> <li>• What is diversity?</li> <li>• Equality vs equity</li> <li>• Inclusion &amp; Microaggressions</li> <li>• Addressing bias by slow thinking and extending grace to others</li> <li>• Directors should email their guest counts to Alice</li> </ul> <p>BoD followed with a brief discussion of the barriers that exist to inclusion at the co-op</p> <p>Directors should send email RSVP to winter board party with guest counts.</p>	

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<b>New Business</b>	
Accountant status update: • The co-op has hired a new accountant by way of Columinate	
Monitoring Report B.4 Asset Protection (Rubin)	<i>Action: Motion to accept the B4 report as compliant. (Moved: Todd, Second: Bachiochi) Rubin abstained, all others voted to approve motion.</i>
Monitoring Report C.1 Unity of Control (Krider)	<i>Action: Motion to accept the C1 report as compliant. (Moved: Todd, Second: Bachiochi) All directors voted to approve motion.</i>
2023 Annual meeting • Scheduled for May 21st, at Camp Horizons, 5pm - 7pm • Reincorporation vote should be complete by then. • Steve and Niti's contacts are both interested in presenting. • Will hold a hybrid vote to elect Directors	
Executive committee agreed to meet on February 23rd at 7pm to do the annual GM evaluation.	
<b>Store Report</b>	
2022 was a great success. That is all.	
<b>Executive Session</b> Board went into executive session from 8:33pm to 9:00pm to discuss plans for General Manager candidate interviews.	<i>Action: Motion to enter executive session. (Moved: Todd, Second: Coolbeth) All directors voted to approve motion.</i>
<b>Meeting adjourned (9:00pm)</b>	