

Approved 6/2/11

**Willimantic Food Co-op
Board of Directors' Meeting
May 5, 2011**

Call to Order:

The meeting was called to order at 7:08 p.m.

In Attendance Were:

* Alice Rubin	* Bryan O'Hara	* Dan Britton	Joanne Todd
Johnnie Walker	* Kathleen Krider	* Kirk Begg	* Maiga Doocey
* Maria Boekels Gogarten	Matthew Kyer	* Stephanie Golaski	

Scribe: Susan Chasin

* = Present

Member / Guest: Shoshana Levinson

The meeting started with introductions since this was the first regular Board meeting for the new Board members. A new Board contact information sheet will be sent out to the Board members.

Member Speak Out:

Shoshana is a member of CLICK, which is a group that started 2 years ago and is working on developing a co-op licensed community kitchen. The idea is that people in the community would be able to use it, probably on a rental basis. It could be used as an incubator for small businesses and for educational purposes. As an example, a farmer could rent a licensed, clean, supplied kitchen to turn his produce into salsa under his own label and be able to sell it. Educationally it could be hands-on cooking classes or general classes on nutrition and other related topics. Some classes could be designed to teach cooking skills for employment opportunities.

They haven't figured out the co-op structure but they are getting help from CDI. It will be a 501C3 non-profit organization. They have been told that there is money available for things like this from smaller foundations, and they are looking into this. They have been talking with people and have visited other places where this has been done.

Their vision is that once it is set up, the Willimantic Food Co-op would become a supporter and user of the kitchen. They feel that they have a similar vision to the Co-op's. Currently there are seven people on their Board and a couple additional supporters. They will keep the Co-op Board informed of their progress. If there are any questions, contact either Maria or Shoshana.

Election of Officers:

Dan said that he is unable to continue as President due to no longer having the time needed for the position. Matthew, although not present, was nominated because he has the skill set required to do a great job. The Board will talk to him and give him a chance to say yes or no.

If he isn't able to do it, there is a possibility of Kathleen and Matthew being co-Presidents. Stephanie had offered to fill the Secretary position. Joanne will fill the Treasurer position. Further discussion and the formal election were tabled until the June meeting.

Approve Board Minutes from April 7, 2011 & Annual Member Meetings:

Maria made a motion to approve the minutes from the April 7, 2011 Board meeting. Stephanie seconded the motion. It was mentioned that Erik Begg needed to be changed to Kirk Begg. The motion was unanimously approved.

Kathleen made a motion to approve the minutes from the Annual Member meeting (April 10, 2011). Bryan seconded the motion. It was mentioned that the minutes needed finished by saying something about the speaker and what he spoke about. Also, the number of members in attendance needed to be added, and that was approximately 35. The motion unanimously passed. Abstention: Maria.

Board Retreat Planning:

Thane said she is free any weekend in July except the 16th and is available in August also. After discussion, it was decided that July 10th would be the best date for everyone. Dan will confirm this with Thane. The general plan for this retreat is a good orientation and discussion on functioning as a Board plus discussion about the Co-op's future. At the June Board meeting we will decide more specifically what we want to get out of the retreat's discussions, plus other details like time and location.

It appears that some of the Board members will attend the CBLD 101 seminar in Brattleboro, VT on January 8, 2012.

Store Update:

The Co-op has been very busy the last 1-2 weeks. We've been averaging \$9,000--10,000 per day. The day before Easter we did \$15,000. Unfortunately the road in front of the Co-op was closed for a road race. Alice complained and it will be dealt with differently next year.

There will be an insurance audit soon to make sure that people are classified correctly. There are different rates for people working on the floor versus people working in the office.

Still working on job descriptions and time clock related things.

There currently are three different farms set up for the meat-buying club. There is a notebook with the information at the front of the store. Today is the first day of operation.

The staff is brainstorming on how to improve the register and front-end areas of the store so they are more inviting and more efficient.

Bulk bins will be here next week.

Prices are starting to go up. Some of this is due to fuel costs going up on deliveries. Alice is looking into using another supplier in addition to United because they have lower fuel costs.

B.5 Communication and Counsel to the Board:

Bryan made a motion that B.5 was in compliance as reported by Alice. Maria seconded the motion. It was unanimously approved. Abstentions: Alice

#2 – The Board felt that sometimes the monitoring reports need more data. At this time it was felt that Alice isn't sure what to include and the Board doesn't know what information to ask for. As time goes on, this should work itself out. By reading the reports when Alice first sends

them out, Board members might think of additional information needed and request it before the meeting. That should reduce the amount of tabling reports due to needing more information.

#3 – Since there was a complete revision of the Policy Governance Manual, we need to view this as “starting from this point and moving forward”.

Alice will talk with Thane for further guidance.

C Policies:

C.1 Unity of Control – In compliance

C.2 Accountability of the Manager – In compliance

C.3 Delegation to the Manager – In compliance

C.4 Monitoring Manager Performance –

1(a) – We are getting there

3 – We need to clarify what data is needed. It would help Alice if people responded before the meeting to her reports and ask for more information. Rather than just say “non-compliant” to “compliant” once adequate material is provided, the report should either be kept open or amended from non-compliant to compliant at the next meeting.

5 – The Board is not in compliance due to dates stated in the policy, but they have a new plan to move forward. Dan and Kathleen will work on the GM evaluation as soon as possible.

Changes to make to C Policies:

Move monitoring of them to January on the calendar.

C.4 #5 – Change the date from April 1 to February 1.

C.4 #6 – Change the date from October 1 to March 1.

Envisioning the Future Brainstorming:

Reviewed “Future of the Co-op” from the annual meeting and the community aspect of the Co-op hit home.

The Co-op needs more office space. In developing a plan for the future we need to weigh out space needs versus space wants. An exploratory committee will be created to look into possibilities.

The Board needs to speed up the vision and plan for the path of the Co-op on the economics of the whole picture.

The Board will form a committee to create a survey for members about what they would like to see in the future. It will differentiate between physical expansion and expansion of services. The committee will consist of Bryan, Stephanie, and Maria. They will look into using Survey Monkey. The goal is to get the survey created, out there, and done as soon as possible, shooting for discussion of results at the August meeting.

The Board needs to work on their vision and see how it meshes with the members’ visions.

Once the vision is determined, then the decision is how to act upon it. The Board could hire a consultant to help with this.

The meeting adjourned at 9:08 p.m.

Next Board meeting – June 2, 2011