

Willimantic Food Co-op
Board of Director's Meeting
August 5, 2012
Annual Retreat

In attendance:

*Alice Rubin	*Bryan O'Hara	*Joanne Todd	*Johnnie Walker
*Kathleen Krider	Kirk Begg	*John Clark	*Matthew Kyer
*Stephanie Golaski			

Scribe: Stephanie Golaski

*=Present

Also in attendance: Bruce

Call to Order:

The meeting was called to order at

Member Speak Out:

No members spoke out.

Approve July Minutes

Old Business

- Looking for a new scribe—working member hours

Patronage Rebate

- Package from CDL
- Certain percentage has to be in cash—20%
- 80% retained patronage rebates, COOP keep, less tax liability
- More you spend the more you get back
- Reinvesting for the good of all the members
- 6-8 months before the fiscal year—set the percentage
- Point of sale keep track of what members buy
- What will it cost the COOP to do this? Is it worth it financially?
- Better sense of ownership
- Understand the idea of the COOP better
- Working members—how many hours do we save by having working members?
- What happens to the value of working members if there is a patronage rebate
- Monetary value vs. value of being in COOP
- Analysis between value of working membership
- Different ways of giving the rebates
- Options available for people who do not want their shopping tracking
- Many concerns to work through
- Many concerns to work through
- Many variables in the profit the COOP is making
 - number of people
 - amount of sales
 - price of items

- benefits: what is the benefit every year?
 - what are they?
 - Are there other ways to enhance member experience?

Committee#

Kathleen and Stephanie—questions and phone calls—call other COOPS ask questions, list serve

Matthew and Brian—COOP principals and overall concepts

Joanne—tax and legal

Alice—cost thing

Patti—talk to vendor

#Report out at 9/6 meeting

- Tax implications
- Call other COOPS, ask questions
- Explore COOP principals as they relate to COOP, what are the levels of privacy
- Privacy issues
- What system needs to be in place
- Identifying the process
- Overall cost (cost/benefit)
- Bylaw/legal implications

Working Member

- Know the risks
- Dept. of labor person could come in and make COOP pay for all of the time they worked
- Need to have the rationale as to why we have working members
- Talk to Park Slope COOP about working member
- Risk mitigation measure
- Kirk is going to do a written plan for Dept. of Labor audit—justification for not paying working members
- Insurance question not covered under workers compensation, can be covered under general insurance
- Assessing working member jobs—is it effective, less directly involved with paid staff job
- Written risk management policy
- John and Kirk risk management
- Waiver sign—working members

Structural Plan (Brian)--FEDCO

- Staff rep on board
- Historically management and consumers at the board more involved with day to day
- Board to set policy (personnel committee)
- Since board with discussing personnel committee, personnel needed to be on board
- Board has now removed itself from day-to-day working of workers and more oversee manager
- In general board stepped away from staff management
- Worker representation on hiring committee

Examples of various COOPs

- one with worker but not manager

- one with both worker and manager
- FEDCO summary of BOD (from the FEDCO bylaws)
- Kathleen resend Thane stuff about COOP

Have 4 main components

Members

BOD 7 members, 2 workers

Management 3 or more

Staff

- Internalization of management evaluation
- Other management in much better position to evaluate other managers
- Free up board from managerial oversight
- Maybe changing the way we review policy governance
- Look at other ways to address policy governance
- Role of the staff on the board
- Strength of the structure of the board
- Making network of managers stronger
- 360 evaluations
- Thinking about the accountability of monitoring reports

Meeting adjourned 1:00

Adjourn

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