

Coop Board of Directors
December 6, 2012

Members present: Matthew Kyer, Kathleen Krider, Bryan O'Hara, Alice Rubin, Stephanie Golaski, Joanne Todd, John Clark, Johnnie Walker, Bruce Oscar, Kirk Begg

Minutes recorded by Roxana Mocanu

Call to order 7:13 pm

Approved November meeting minutes: Matthew made motion to approve, Joanne seconded the motion, Stephanie abstained, everyone else voted in favor, motion passed

Members speak out:

- there was an anonymous comment left on the comments' board at the Coop, suggesting that last names should be included in the minutes. After discussing this suggestion, the board decided that the Board members' full names will be recorded at the beginning of the meeting minutes, and the names of those members who make a motion, or second a motion, or abstain from a motion will be recorded as appropriate in the body of the meeting minutes.

Old Business

- Next newsletter will be out just before the annual meeting in April. The topic and author for the next newsletter article on behalf of the Board have not yet been chosen.
- CBLD (Cooperative Board Leadership Development) update: the Board has requested the following: that a new CDS (Cooperative Development Services) consultant be assigned, help/input on ways to encourage member engagement, and a refund/discount for not having Thane Joyal (the current CDS consultant) available at this year's annual meeting. CBLD has not yet replied to these requests.
- A telephone meeting with Thane is scheduled for December 7.
- Annual retreat ideas:
 - 501-C3:

 - Input has been gathered from two other Coops who have successfully achieved 501-C3 status.
 - The 501-C3 status would allow the Willimantic Food Coop to claim tax-exempt status, as well as the possibility for offering agriculturally-related educational opportunities.
 - The 501-C3 section could be a separate entity from the Willimantic Food Coop.
 - The topic of 501-C3 will be discussed at the Dec 7 telephone meeting with Thane Joyal (our CDS consultant)
 - Patronage rebates:

 - Need to understand how patronage rebates would impact the possibility of obtaining 501-C3 status
 - Input will be requested from one of the Willimantic Food Coop's members, who is a law professor at UCONN
 - Input will be

requested from other Coops regarding patronage rebates

New Business

- Annual meeting planning:
 - brainstorming ideas to make the meeting more fun. The Board is
 - meeting has not yet been selected. The location of the
 - not set, but it will be a Sunday in April, possibly April 7 or 14 in the afternoon, starting at 4 or 5 pm, ending at 7 or 8 pm. The date for the meeting is
 - will be served – either a potluck or catered, or a combination of the two After the meeting, dinner
 - play after the meeting A band will be hired to
 - meeting planning will be further discussed at the January board meeting The details of the annual
- Staff bonuses:
 - the November meeting – 36,000\$ or up to 3 weeks' pay bonuses were approved at
 - outlining the Coop's policy/practice on staff bonuses is outdated and no longer applicable to the Coop's current situation. The Board will create a new document The current document establishing a statement of practice for awarding staff bonuses (note: this document will NOT include any specific number for the amount of the bonuses). This statement will be included in the policy governance document as well as the HR/personnel manual.
 - bonuses will vary on a year-by-year basis and will be approved by the board yearly The amount of the
- Building Discussion:
 - street has become available (for sale) the building across the
 - opportunity for a possible expansion of the Coop, including the possibility for opening a grab-and-go deli/cafe this presents an
 - time to do a walk-through of the building sometime during the first weekend in January the Board will schedule a

Monitoring Reports:

- reviewed monitoring report D.8 on Governance Investment. Joanne motioned that we are in compliance, Stephanie seconded, and all voted in favor.
- Financial Planning: Joanne proposed a motion that Alice is in compliance with the financial reports. Kirk seconded, Stephanie abstained, everyone else voted in favor.

Store Update:

- sales growth figures: 12.8% over the last year, 11.8% over last November

- The board discussed ways to encourage member engagement and cooperation amongst cooperatives (specifically the Willimantic Food Coop and the Credit Union)
- Maiga Doocy is leaving the Coop, new staff members will be joining the Coop
- the Board membership clip-board at the Coop is not clearly marked – a new, more visible sign will be placed

Board Calendar review: Neighboring Food Coop Association meeting on February 9, 2013

Adjourn: Joanne proposed a move to adjourn the meeting, Matthew seconded the move, and all were in favor. Meeting adjourned at 9:08 pm.