

Willimantic Food Co-op
Board of Directors Meeting
November 6, 2014

Present: Kirk Begg, Chris Dubis, Kathleen Krider, Bryan O'Hara, Alice Rubin, Stephanie Golaski, Matthew Kyer, Joanne Todd

Call to Order: 7:13 pm

Board Board

Currently being used as a product request—note will be displayed to remind students where to write this information

Guest Speakers

Jean DeSmet— Conversation with Jean de Smet regarding Willimantic real estate and zoning issues

State of real estate in the town of Windham—Future of development in the Jillson Square area and the relationship between future development of the COOP

Discussion about building and parking issues surrounding local parcels

Discussion on how to proceed with planning and zoning—advisory meeting—discuss general areas of interest

Economic Develop Commission

Jen Karusseau Coop Fund of New England

- Market Study—Alice has a proposal
- Advice from conversations with other groups doing market studies-CDS Consultants--\$5-\$6,000 to look at the analysis—difference between a consumer study and a market study
- RFP for a market study—an informative piece looking at three different budgets and what approach should be taken
- Request for proposal defining exactly what we are looking for, writing what we want, letting organizations that perform them bid on the work
- The reason for a market study is the most important
- Ask financial institutions what is required for financial support
- Asking the question--How can this area support the goals set forth in the pro forma?
- What is the time frame?
- Possibility of setting up a line of credit with the COOP Fund of New England

Approve Minutes (October)

Joanne Todd moved to accept minutes, second Kirk Begg

All in favor

Members Speak Out

No members speak out

Monitoring Reports:

- Board
 - D.7: Board Committee Principles
 - Joanne move that we are in compliance, Matthew seconds, no discussion, all in favor
- GM Report
 - Financial Condition (3rd Quarter)
 - Kirk moved that GM is in compliance, Matthew second, question about the number for the bonuses, \$80,000 last year—much larger profit last year—not as good of a year this year, all in favor, Alice and Bryan abstain
- Joanne Todd moved to allocate 50,000 of 2014 net income for staff bonuses, Matthew second the motion, discussion around availability of funds, all in favor

Store Update:

- Very busy
- Hiring new people
- Meeting with acting GMs of Fiddleheads—Alice and Patty had lunch with them, they are delivering food to Block Island, online ordering
- Wellness reset—supplements and body care—NCGA has a form for people
- The folks leaving are young folks—looking at more reasons to support keeping a more youthful presence at the COOP
- Referring back to a grant for Rural Community Development Initiative
- New rules at the store
 - Considering implementing a “No shopping into your bag” rule
 - Possible newsletter about the issue of people shopping into their bag
 - Conversation with other COOPs about how to address the issues in their COOPS
- Member benefits meeting and how that’s going
 - Another great meeting about this—people are supportive
- B-Corp status and how we could benefit from doing this
 - Corporation not just interested in making money but also doing social good—Socially Responsible business in the state
 - Formal process to apply but not rigorous
 - Maybe a point person could come and talk with the board about this

Old Business:

- Report of By-laws/Articles of Incorporation/Policy Governance Revision Subcommittee
 - In touch with lawyer—plan in process

- B4 Asset Protection GM not exceed \$8,000 without board approval, if an emergency happens GM must report at next scheduled board meeting—took it out previously, should we write it back in? Putting this back in the By-Laws and setting the amount at \$20,000
- Matthew making a motion to Policy B4 #9, Joanne second, no discussion, all in favor, Alice abstain
- CLiCK – loan and collateral
 - Loaned them \$3,000—an industrial composter as collateral
 - Kathleen met with Phoebe discussion around the vote and loaning of money, she explained the terms of the loan, Phoebe said it seemed fare
 - Need to file a UCC form 1, protects the lean

New Business:

- No new business
- Brief meeting with folks in COOPs in CT about starting a CCBA—spearheaded by Jen Karusseau
- Downtown Country Fair=great—need new people on the committee

Matthew makes a motion that we enter into Executive Session, Joanne second. Entered into executive session at 8:48

Board Calendar Review for upcoming month(s)

- Walk for warmth WAIM—November 23rd
- Donation boxes in the store—money donated
- Annual meeting if we want to have it at Town Hall, they only allow six events there, can ask to have alcohol—book it now, April 19th

Parking Lot (for upcoming discussion)

Adjourn 9:14

Joanne moved to adjourn, Matthew second