

**Willimantic Food Co-op
Meeting of the Board of Directors
May 7th, 2015**

Attending: Kirk Begg, Chris Dubis, Stephanie Golaski, Kathleen Krider, Matthew Kyer, Bryan O'Hara, Alice Rubin, Johnnie Walker.

Absent: Joanne Todd

Call to Order: 7:09 pm

Agenda Item	Resolution
Members Speak Out	
Board board: no postings Discussion re: 2-year term for Staff rep vs. serving again.	<i>Action:</i> Chris inform Matthew of Staff Director election before next meeting. Future: revisit staff rep term in by-laws.
Approve Minutes	
April Board	Approved (moved: Matthew second: Chris)
2015 Annual Meeting	Approved (moved: Matthew second: Stephanie)
Old Business	
Annual Board Retreat Suggested agenda items: <ul style="list-style-type: none"> • 501(c)(3) status • incorporation options • patronage rebates • tuning up Ends policy • managing change to larger organization while retaining member affinity • Gen'l Mgr contract needs (esp. tied to policy governance) 	Weds. Aug 5, 3pm-8pm, K. Krider house; facilitated by Todd. <i>Action:</i> Kathleen send Alice info re: catering. <i>Action:</i> ask Matt Gaul for synopsis of incorporation options re: rebate goals. <i>Action:</i> retreat prep - directors send suggestions/thoughts to Kathleen by July Board mtg.
Expansion Discussion – moved to Executive Session	
Co-op Last Wednesday Socials 5-7 pm One person attended the first one in April; unclear if was a member.	<i>Action:</i> Board reps: May 27 – Johnnie; June 24 – Matthew; July 29 – Stephanie.
New Business	
Election of Board Officers President: Kathleen; Vice Pres: Matthew; Treasurer: Joanne; Secretary: Kirk	Approved (slate proposed by Matthew)

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Board Calendar Discussion: ask Sarah for feedback on coordination of Staff eval of GM with staff survey. (GM eval explicitly based on policy governance.)	<i>Action:</i> Matthew send Board calendar, updated Board contacts to Directors
GM contract issues tabled	<i>Action:</i> Kirk send GM contract template and article to Directors
Annual Meeting Recap Low attendance. Other ideas: beer fest at brew pub; catered dinner. Ad hoc subcommittee begin planning in winter.	<i>Action:</i> Johnnie write June Compost article seeking meeting input
Policy Monitoring Reports	
D5 Director's Code of Conduct (Board)	In compliance (moved: Chris; second: Johnnie) <i>Action:</i> revise wording to reflect that Directors cannot remove member-elected Director.
B3 Financial Condition and Activities (Gen'l Mgr) Discussion: working out kinks with restructured chart of accounts but useful change.	In compliance (moved: Matthew; second: Kirk; abstained: Alice, Bryan)
A1 Global Ends (Gen'l Mgr) Discussion: get legal and financial expertise to evaluate organization offering to lend to co-ops & funnel donations to local charities.	In compliance (moved: Kirk; second: Chris; abstained: Alice, Bryan) <i>Action:</i> Kirk send co-op 501(c)(3) article to Todd; include on June agenda.
Store Update	
Sales growth has slowed: 1 st qtr growth 4.5%, April 3.2%. Some turnover in personnel. Merchandising a challenge. Restructuring the working member program.	
Executive Session Discussion re: expansion options	Entered 8:45pm (moved: Matthew; second: Chris) Ended 8:57pm (moved: Matthew; second: Johnnie)
"Parking Lot" Staff Co-op membership	
Meeting adjourned	9:00 pm (moved: Matthew; second: Bryan)