

**Willimantic Food Co-op
Meeting of the Board of Directors
March 3, 2016**

Attending: Chris Dubis, Stephanie Golaski, Bryan O'Hara, Kathleen Krider, Matthew Kyer, Joanne Todd, Johnnie Walker.

Absent: Alice Rubin

Others Attending: Bruce Oscar

Call to Order: 7:08 pm

Agenda Item	Resolution
Members Speak Out	
Board Bulletin Board: <ul style="list-style-type: none"> - PCI Compliance question posted & replied to. - January minutes print copy was taken from board. Members Speak Out: <ul style="list-style-type: none"> - No members in attendance. 	
Subcommittee Reports	
Member Communication <ul style="list-style-type: none"> - Committee has not met again, no known meeting date. 	
Annual Meeting: reviewed draft announcement & agenda <ul style="list-style-type: none"> - Engagement Discussion component: <ul style="list-style-type: none"> • Format: break into small issue-focused groups? No; stay together. • Moderator? (Could record the issues & provide follow-up document/graphic.) Probably not. - Joanne: Financial report. - Matthew: election & by-law revision vote. - Johnnie: "state of the store." - Extend time for dinner by 15 minutes. - Kirk & Bryan moderate member discussion. 	<i>Action:</i> Kirk email announcement & agenda to Patty Mar. 4 for newsletter. Matthew write election intro for newsletter. Kirk & Bryan send summary of expansion history & goals to all directors.
GM Contract <ul style="list-style-type: none"> - Once due diligence is complete, Board will vote on contract. 	
Approve Minutes	
February Board Discussion: none	<i>Approved</i> (moved: Matthew; second: Johnnie; abstained: Bryan, Chris)
Old Business	
Addition of Board Column to Newsletter <ul style="list-style-type: none"> - Four annually. - Rotate responsibility. 	<i>Action:</i> Board will provide a column for each quarterly newsletter.

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<p>Property: 87 Church St</p> <ul style="list-style-type: none"> - Owner of current building would like WFC to enter into 10-year lease. <ul style="list-style-type: none"> • Realty consultant proposes “right to terminate” language allowing to leave with 18 months’ notice. • Important facility upgrades may be needed; benefit to WFC doing them, then recoup via rent adjustment. • Property value hinges on business value. • Concerns about change in liquor laws driving takeover of existing building for liquor warehouse if no lease protection. - Judicious of Board to keep tabs on properties that are available, in light of goals. - Movie theater rumored to have an offer. - Evaluate benefits of 87 Church. 	
New Business	
<p>Resolution: designation of General Manager as Chief Financial Officer</p> <ul style="list-style-type: none"> - Accountant requesting; protects Alice. 	<p><i>Action:</i> approved (moved: Joanne, second: Stephanie)</p>
<p>Slate of candidates for Board seats: Joanne Todd (incumbent); Linda Brock</p> <ul style="list-style-type: none"> - Postings encouraging people to run for seats; had one inquiry. - Ongoing: invite participation in each Board column. 	<p><i>Action:</i> approved (moved: Matthew; second: Johnnie; abstained: Joanne)</p>
<p>Post-Annual-Meeting Mini-retreat at Kathleen’s house</p> <ul style="list-style-type: none"> - Focus: board calendar and process; financial training; subcommittee procedures. 	<p><i>Action:</i> Sunday April 24, 10:00am-2:00pm BRING SNACKS</p>
Board Policy Monitoring Reports	
<p>C.3: Delegation to the Manager</p>	<p><i>In compliance</i> (moved: Joanne; second: Kathleen)</p>
General Manager Reports	
<p>None this month</p>	
Store Update	
<ul style="list-style-type: none"> - Air driers installed in bathrooms - Sales 12% over this time last year (but c.f. weather); Birthday Party “biggest day ever” - Instances of better pricing at Co-op on some items than at other area stores. 	

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Executive Session	
Entered 8:30pm (moved Matthew, second Kirk) Exited 8:57 (Matthew; second Johnnie) General Manager compensation	<i>Action:</i> approved personnel action 2016-3-3-1 (moved: Joanne; second: Stephanie)
Parking Lot	
- Direction on formula for determining staff bonuses	
Meeting adjourned	8:59pm (moved: Kathleen; second: Matthew)