

**Willimantic Food Co-op**  
**Meeting of the Board of Directors**  
**April 6, 2017**

**Directors Attending:** Kirk Begg, Linda Brock, Wendy Jakoboski, Bryan O’Hara, Alice Rubin, Johnnie Walker

**Absent:** Kathleen Krider, Matthew Kyer, Joanne Todd

**Others Attending:** Patty Smith, Roxana Mocanu (scribe)

**Call to Order:** 7:10 pm

Agenda Item	Resolution
<b>Members Speak Out</b>	
Election of Officers: <ul style="list-style-type: none"> <li>• postponed to next month’s meeting</li> </ul> Board Bulletin Board: <ul style="list-style-type: none"> <li>• None</li> </ul> Members Speak Out: <ul style="list-style-type: none"> <li>• None</li> </ul>	<i>Action:</i> Kathleen to add election of officers to next month’s (May) agenda
<b>Approve Minutes</b>	
March Board Discussion: a slight correction needed on page 2, under the “Parking lot” heading, replace B.3 with B.4	<i>Approved</i> (moved: Linda; second: Kirk)
<b>Subcommittee Reports</b>	
Annual Meeting Recap <ul style="list-style-type: none"> <li>• The Annual Meeting went well</li> <li>• Follow-up to the meeting: the meeting minutes have been compiled; a summary of the presentation, and highlights of the marketing survey, will be published on the website</li> <li>• For future meetings, the Board is considering different venues and a possible change in the structure of the meeting (for example, having the business meeting first, and then leaving enough time for socializing over dinner and maybe drinks)</li> </ul>	<i>Action:</i> Linda to add the Q&A to the Annual Meeting minutes.  <i>Action:</i> Kirk to publish a summary of the presentation; Alice and Kirk to summarize and publish the highlights of the marketing survey.  <i>Action:</i> Johnnie to inquire about a different location for next year
GM Contract <ul style="list-style-type: none"> <li>• In progress</li> </ul>	<i>Action:</i> Joanne and Kathleen will continue their work and report to the Board in May
Proposed revisions to bylaws: <ul style="list-style-type: none"> <li>• In progress</li> <li>• The committee is reviewing/revising the bylaws as needed, and will provide the Board with monthly updates.</li> <li>• Input from the Board and the attorney will be incorporated, and the final version will be presented for voting at the 2018 Annual Meeting.</li> </ul>	<i>Action:</i> Bryan, Linda, and Matthew to provide monthly updates.  <i>Action:</i> Kathleen to add the bylaws revisions update to the agenda every month.
Expansion Planning: <ul style="list-style-type: none"> <li>• The Board will schedule a meeting during the week of April 17 – 21 to walk around the new building with Lynn Stoddard and Paul Torcellini to discuss ideas on how best to configure the space for optimal energy efficiency. The desired outcome of this meeting is to help the Board set the direction for moving</li> </ul>	<i>Action:</i> Alice to send an email invitation to all Board members to participate in the walk-through; interested Board members to reply with their availability.

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forward with the plans for the new building.	
<b>Old Business</b>	
<p>Patronage Rebates</p> <ul style="list-style-type: none"> <li>The Board needs more info to make an informed decision on whether to move forward with patronage rebates</li> <li>The Board plans to invite Erbin to a future meeting to obtain further info on patronage rebates.</li> <li>Mae Flexer, Susan Johnson, and other stakeholders may also be invited to join in the discussion on CT statutes regarding patronage rebates and the legal status of the Coop</li> </ul>	<p><i>Action: Linda and Kathleen to decide if the Board meeting allows enough time for the patronage rebate discussion, or if a separate meeting would be best.</i></p> <p><i>Action: Kathleen to add the Patronage Rebates to the May agenda.</i></p>
<p>Revisions for Policy B.4:</p> <ul style="list-style-type: none"> <li>The Board is discussing revising the spending limit for non-operational expenses. There is a \$20,000 limit in the current version of the policy, with \$8,000 being the limit prior to 2005. This discussion has been postponed to the May meeting.</li> </ul>	<p><i>Action: Kathleen to add the B.4 spending limit revision to the May agenda.</i></p>
<p>CCMA registration (June in MN)</p> <ul style="list-style-type: none"> <li>Kirk will be attending, Johnnie may also attend</li> <li>Deadline for registration is April 14</li> </ul>	<p><i>Action: Kirk to register for CCMA; Alice to decide on a second person to attend</i></p>
<p>NFCA review:</p> <ul style="list-style-type: none"> <li>Several Board members attended the conference on March 18 in Greenfield, MA, and found it to be a valuable experience. Topics of interest that came up for discussion include member equity and expansion.</li> </ul>	<p><i>Action: None</i></p>
<b>Parking lot</b>	
<ul style="list-style-type: none"> <li>The list of Parking Lot issues needs to be updated and clarified.</li> </ul>	<p><i>Action: Linda to update and reword the list of parking lot issues.</i></p>
<b>New Business</b>	
<ul style="list-style-type: none"> <li>Schedule Board Retreat: possible dates: Sun July 30 (Johnnie cannot attend) or Sun Aug 6 (Kirk cannot attend).</li> <li>Fiddleheads Annual Meeting: May 20, 3:30 to 5:30. Everyone on the Board is invited. Need to RSVP.</li> <li>Discussion on next year's goals has been postponed to next meeting (May)</li> </ul>	<p><i>Action: Kathleen to send email to all Board members to find a date when all (or most) members can attend.</i></p> <p><i>Action: Kirk to find out the location for the Fiddleheads annual meeting</i></p>
<b>Board Policy Monitoring Reports</b>	
<p>Policy C.4: Monitoring Manager Performance</p> <p>Discussion: Executive Committee has completed GM evaluation. Kathleen will meet with Alice to review the evaluation. In the future, may want to include staff input in the GM evaluation.</p>	<p><i>In compliance (moved: Bryan; second: Linda)</i></p>
<b>General Manager Reports</b>	
<p>GM Policy A.1: Global Ends</p> <p>Discussion:</p> <ul style="list-style-type: none"> <li>Need to add the specific amount of donations</li> </ul>	<p><i>In compliance (moved: Kirk; second: Linda, abstained: Alice)</i></p> <p><i>Action: Alice to add the specific amount of donations to the year-end report</i></p>

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<p>GM Policy B.4: Asset Protection</p> <ul style="list-style-type: none"> <li>• postponed to next meeting (May)</li> </ul>	<p><i>Action: Alice</i> to send out the B.4 Asset Protection report</p> <p><i>Action: Kathleen</i> to add GM Policy B.4 to the May agenda</p>
<p><b>Store Update</b></p> <ul style="list-style-type: none"> <li>• the store is busy, especially at certain times (like Sat mornings)</li> <li>• the admin team is meeting to discuss further opportunities for developing growth</li> <li>• suggestion for the Coop's new space: a meal planning program, where members come once a week to pick up a box with all ingredients needed to prepare a meal</li> <li>• other ideas for Coop's new space/kitchen: grab-and-go prepared food, such as cut-up fruit, individual cheese servings, and other convenience food</li> </ul>	<p><i>Action: none</i></p>
<p><b>Executive Session</b> not needed at this time</p>	<p>None</p>
<p><b>Meeting adjourned</b></p>	<p>9:03 pm</p>