

**Willimantic Food Co-op
Meeting of the Board of Directors
November 2, 2017**

Directors Attending: Matthew Kyer, Kirk Begg, Linda Brock, Alice Rubin, Kathleen Krider, Johnnie Walker, Wendy Jakoboski

Absent: Joanne Todd

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

Call to Order: 7:08 pm

Agenda Item	Resolution
Members Speak Out	
Board Bulletin Board: <ul style="list-style-type: none"> • None Members Speak Out: <ul style="list-style-type: none"> • Stephanie Smith provided an update on CLICK (a Community Licensed Cooperative Kitchen in Windham), and informed the Board of an upcoming fund-raising dance party event, scheduled for Sat Dec 2 at 7:15 pm in the Bellingham Auditorium (Windham Town Hall). Tickets are available for sale at the WFC and online. 	<i>Action: None</i>
Approve Minutes	
October Board meeting minutes Discussion: None	<i>October minutes approved (moved: Linda; second: Johnnie)</i>
Subcommittee Reports	
GM Employment Agreement <ul style="list-style-type: none"> • The agreement has been delivered to the GM • The GM is reviewing the agreement with her lawyer • After the GM has had the opportunity to review and make changes to the agreement as needed, the Board will hold a vote during an Executive Session 	<i>Action: none</i>
Proposed revisions to bylaws and policies: <ul style="list-style-type: none"> • The subcommittee will meet on Fri Nov 10 to discuss input from Matthew Gaul and will provide an update to the Board at the December meeting 	<i>Action: Linda and Matthew to provide an update at the Dec Board meeting</i>
Expansion Planning: <ul style="list-style-type: none"> • Alice, Matthew, Kathleen, and Kirk will meet on Nov 28 at 6 pm to discuss the expansion policy • Alice and Patty spoke with Terry from NCG (National Coop Grocers) regarding expansion plans • Alice met with Simon Little, the construction manager for Weiss Construction, who is currently working on the demolition of the old theater building, next to the 87 Church St property the Coop recently purchased. He will provide Alice with a quote for tearing down all the buildings that we do not intend to keep, including the cost for hazardous 	<i>Action: none</i>

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<ul style="list-style-type: none"> materials disposal if needed. The building that we do intend to keep will need to be secured. 	
Old Business	
<p>GM Compensation</p> <ul style="list-style-type: none"> Executive Session was held at the end of the Oct 5 Board Meeting, followed by email discussion Proposed motion to accept the GM compensation package 	<i>Motion Approved (moved: Matthew, second: Kirk, abstained: Wendy, Alice)</i>
<p>Nov 4 Co-op Cafe in Greenfield MA:</p> <ul style="list-style-type: none"> Several Board members and 2 staff will attend. 	<i>Action: none</i>
<p>Generic Board Email address:</p> <ul style="list-style-type: none"> A "Contact us" input form for questions/comments has been added to the WFC website Board page. Kirk is responsible for coordinating and sending out the response on the Board's behalf. 	<i>Action: none</i>
Parking lot	
<p>Several items have been removed from the parking lot list; the updated list will be reviewed at the Dec Board Meeting</p>	<i>Action: none</i>
New Business	
<p>Ends Policy Work:</p> <ul style="list-style-type: none"> The Board will start reworking the Ends Policy at the January Board meeting In the meantime, Kirk is working with Todd Wallace to outline a 5-step process to facilitate this work Step 1: brainstorming session on Jan 4, from 6 to 9 pm, at Kathleen's house (this is in lieu of the regular Board meeting). The goal of this brainstorming session is to get the "raw" material that will be incorporated into the new Ends policy. Everyone will provide ideas on yellow sticky notes. The ideas will then be categorized and prioritized. Step 2 will be undertaken by a small group (2 to 3 people), who will take the material generated at the brainstorming session, and use it to formulate 3 different (draft) versions of the Ends policy. 20-30 minutes will be allocated at the Feb Board meeting to review these 3 options. This will be an iterative process: input is gathered at the Board meeting, changes will be incorporated after the meeting, and the updated (draft) Ends policy will be reviewed again at the following Board meeting. The Board will vote to approve the final version of the Ends Policy, which will be incorporated into the Governance Policy The Board may choose to present the updated Ends 	<i>Action: Kathleen to provide sticky notes, a large piece of paper, and markers to the at the January 4th meeting</i>

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Policy at the April Annual Meeting.	
Annual Meeting Planning Committee <ul style="list-style-type: none"> • Committee members: Alice, Kirk, and Johnnie • Need to find a venue/location for the Annual Meeting (some of the options proposed include the Burton Leavitt Theater, the Congregational Church on Valley/Walnut, the Temple) 	<i>Action: Kathleen to keep this item on the agenda for Dec</i>
Board Policy Monitoring Reports <p>Policy D.7: Board Committee Principles Discussion: The Board has been utilizing subcommittees frequently over the past year. The Board will continue trying to recruit Coop members for subcommittee work. Need to create a document to set up the structure and guidelines for subcommittee work.</p>	<i>In compliance (moved: Matthew; second: Johnnie)</i>
General Manager Reports <p>GM Policy: 3rd Quarter Financial Condition & Activities will be presented at the December Board meeting Discussion: Alice has met with Susan Oldershaw (accountant), Joanne, and Penny to discuss the strategic plan for using up the budget surplus before the end of the year. Some of the ideas discussed include:</p> <ul style="list-style-type: none"> • starting on Sat Nov 25 (“small business Sat”), every member who is current on equity will receive a 5% discount on purchases • community donations for this year will total about \$10,000 • staff bonuses (the total amount needs to be decided, then the Board will vote to approve) • Board end-of-year party 	<i>Action: Alice to book the Board end-of-year party</i>
Store Update <ul style="list-style-type: none"> • 8% sales growth in October (relative to Oct 2016) • 79 new members joined in Oct (833 ytd) • staff reorg in the Grocery department, to help increase employee satisfaction and lower prices. • Walk for Warmth is on Sun Nov 19. So far, the WFC has raised \$1800 in cash register donations. • 15% produce sales growth • new deli meat case is selling well 	<i>Action: none</i>
Executive Session	None
Meeting adjourned	8:42 pm