

**Willimantic Food Co-op
Meeting of the Board of Directors
July 5, 2018**

Directors Attending: Kirk Begg, Linda Brock, Kathleen Krider, Nancy McMerriman, Raluca Mocanu, Charlotte Ross, Alice Rubin, Joanne Todd

Absent: none

Others Attending: Patty Smith

Call to Order: 7:10 pm

Agenda Item	Resolution
Member Input	
Board Bulletin Board: - Nothing posted for Board consideration Members Speak Out: - None	
Approve Minutes	
June Board Discussion: minor correction of typo; contact info for active committees to go on bulletin board and in newsletter.	<i>Approved</i> (moved: Krider; second: Brock; abstained: McMerriman)
New Business: Agenda Planning	
Net Income - Joanne Todd summarized net income situation: prepare for future - make some money to be healthy, have reserves - but each recent year had difficulty minimizing tax liability. Haven't defined "adequate" net income: how to decide? How specific should it be? GM provides Financial Monitoring Report quarterly. How do we evaluate the GM's performance re "adequate" net income? - On agenda for August.	<i>Action:</i> Kirk to send board the materials assembled by study group. <i>Action:</i> before meeting, board review policy B.3 & materials. <i>Action:</i> Kirk check consensus on moving August meeting to 9 th .
Board Retreat Agenda - Ends policy primary. Kirk proposes reviewing some examples. Alice would like an Ends policy truly integrated with the Co-op's day-to-day existence, not a static document. Need to better understand distinction between a mission statement and ends statements. Possibly realistic to: develop understanding of ends purpose & nature, concrete next steps, with target timeframe. Ask Todd what he sees as realistic accomplishment given our history, tell him we need structured facilitation to move us along. Joanne feels should leave with only thing left being the wordsmithing for a subcommittee. Target: have it done by end of year at latest. - Expansion process and response to growth pressures our secondary focus.	<i>Action:</i> Kirk to: talk with CDS consultant Todd Wallace; provide Ends prep materials at August board meeting.
Subcommittee Reports	
By-laws - Email contact with lawyer David Swanson, after informal meeting with him at CCMA conference in June: he will do a preliminary review of the adopted bylaws for identification of any major concerns.	<i>Action:</i> post committee contact on bulletin board at Co-op & work on identifying possible recruits.

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<ul style="list-style-type: none"> - Still need to add a member to the committee. 	
<p>Board Policy Monitoring Reports</p> <p>D.1: Governing Style D.2: The Board's Job D.3: Agenda Planning</p> <p>Discussion:</p> <ul style="list-style-type: none"> - If feel do not have adequate understanding of an issue, is fine to ask questions (recommended: email in advance of the meeting) and to abstain from the vote. - Joanne proposes begin using "consent agenda:" minutes, minutes of committees, financial statements, possibly compliance reports are voted on as a unit. Maybe keep more restricted at present. Need to formally collect subcommittee minutes to do it. Keep meetings focus on strategic planning and policy development. Can pull something out if feel needs more attention. - D1 concerns: need structure to ensure balanced opportunity to express opinions, ensure have time for people to form understanding. Explore ways to encourage that. 	<p><i>In compliance</i> (moved: Todd; second: Krider. Abstained: Brock, McMerriman, Mocanu, Ross)</p>
<p>General Manager Reports</p> <p>B.7: Customer Service and Value</p> <p>Discussion:</p> <ul style="list-style-type: none"> - Most of the initiatives reported Kirk feels address the broader community, while policy item 2 seems aimed at members and shoppers. Feels we are weak in that area [some others concurred]; suggests leverage content from NFCA and others. - Patty related #2 to staff training, a focus now of the management team. Piloting a "passport" program - get orientation/ training from each of a group of experienced staff. Strength is in one-to-one customer interactions creating connection. - Raluca finds value in posters at other co-ops: gateway information. - Consensus that local highlighting is a strength. 	<p><i>In compliance</i> (moved: Todd; second: Krider. Abstained: McMerriman, Rubin)</p>
<p>Expansion Project</p> <ul style="list-style-type: none"> - Raluca presented a suggested decision-making process that could be used to support the expansion project. (See attached graphic and text summary/example.) <ul style="list-style-type: none"> • Kirk comment: financial component underdeveloped at this point; getting inputs that will permit development of that. - Alice proposes getting a quote from CNH Architects to do a focused conceptual plan comparing renovation vs tear-down of Church to accommodate must-haves, while preserving development options for future; and 1 or 2 other options (taking phased approach & different levels of energy efficiency could opt to achieve into account). General design laying out 	<p><i>Action:</i> Alice to provide draft RFQ for Board review.</p>

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space usage with broad cost estimates, not "build to" design. Compare/combine with pro forma.	
Store Update: tabled	
Executive Session: none	
Upcoming	
<ul style="list-style-type: none">- Financial Training 6pm Weds July 18 at Kathleen Krider's house, 104 Nathan Hale Rd, Coventry. RSVP; pizza provided.- August meeting (tentative) rescheduled to Thursday 9th	
Meeting adjourned	9:05pm