

**Willimantic Food Co-op  
Meeting of the Board of Directors  
August 1, 2019**

**Directors Attending:** Linda Brock, Alice Rubin, Kathleen Krider, Raluca Mocanu, Stefan Kamola, Nancy McMerriman, Charlotte Ross, Sarah Accorsi

**Absent:** Joanne Todd

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

**Call to Order:** 7:07 pm

Agenda Item	Resolution
<b>Members Speak Out</b>	
None	Action: none
<b>Consent Agenda</b>	
<ul style="list-style-type: none"> <li>• Approving the July Board Meeting minutes</li> <li>• Monitoring Reports:               <ul style="list-style-type: none"> <li>◦ GM monitoring report B.3: Financial Condition and Activities 2<sup>nd</sup> quarter</li> <li>◦ GM monitoring report B.7: Customer Service and Value</li> <li>◦ BOD monitoring report D.3: Agenda Planning</li> </ul> </li> <li>• Subcommittee Reports:               <ul style="list-style-type: none"> <li>◦ no update at this time</li> </ul> </li> </ul>	<i>Motion to forgo the consent agenda; discuss and vote on each item separately (Kathleen: move, Linda: second). Motion approved</i>
<b>GM Monitoring Report</b>	
GM Monitoring Report: B.7 "Customer Service and Value" Discussion: <ul style="list-style-type: none"> <li>• Policy B.7 is out of date and does not reflect our current customer service philosophy and practices.</li> <li>• The General Manager updated the policy and reviewed it with the Board.</li> <li>• The updated policy B.7 includes the wording from the "Ends" (from Policy A.1)</li> </ul>	<i>Motion to accept the proposed updates to policy B.7 (moved: Linda, second: Sarah, all in favor). Motion approved.</i>
GM Monitoring Report: B.3 "Financial Condition and activities, 2 <sup>nd</sup> quarter" Discussion: <ul style="list-style-type: none"> <li>• we are on target to meeting the budget</li> <li>• discussion on factors affecting the margin:               <ul style="list-style-type: none"> <li>◦ cost</li> <li>◦ category management pricing strategy</li> </ul> </li> </ul>	<i>In compliance (move: Nancy, second: Linda, abstain: Kathleen and Alice). Motion approved.</i>
<b>Board Monitoring Report</b>	
BOD Monitoring Report D.3: Agenda Planning Discussion: <ul style="list-style-type: none"> <li>• add "Board orientation" (in May) to the Board calendar</li> </ul>	<i>In compliance (move: Charlotte, second: Sarah). Motion approved.</i>  <i>Action: Linda to add "Board Orientation" in May to the online Board Calendar</i>

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<b>Approve minutes from previous Board meeting</b>	
Approve July Board meeting minutes Discussion: none	<i>Approved (move: Nancy, second: Raluca, all in favor)</i>
<b>New Business</b> <ul style="list-style-type: none"><li>• none</li></ul>	
<b>Old Business</b>	
Conflict of Interest forms <ul style="list-style-type: none"><li>• all Board members have completed and submitted the forms for the Board to review</li></ul>	<i>Action: Kathleen to update her Conflict of Interest form</i>
Willimantic Food Co-op Birthday Party: <ul style="list-style-type: none"><li>• 40th birthday party will be held in store on Feb. 8, 2020</li><li>• a second celebration is planned at an alternate location in Willimantic</li></ul>	<i>Action: none</i>
Board Retreat <ul style="list-style-type: none"><li>○ September 8, 8:30 until 3:30</li><li>○ the Board reviewed the Draft version of the retreat agenda:<ul style="list-style-type: none"><li>▪ morning session will focus on bylaws: understanding “the big picture”</li><li>▪ afternoon session will include a management presentation on “Key industry trends and their relevance to the Willimantic Food Co-op”</li><li>▪ afternoon session will also explore strategic planning concepts, with the intent of creating a common vision of what a strategic plans looks like</li></ul></li></ul>	<i>Action: none</i>
Principles of Policy Governance (PG): <ul style="list-style-type: none"><li>• Stefan created a PowerPoint document to summarize and clarify the “Principles of Policy Governance” document, which was created by the International Policy Governance Association in consultation with John and Miriam Carver in 2005 - 2007.</li><li>• The Board will review/discuss Stefan’s summary at the Sept Board meeting.</li></ul>	<i>Action: all Board members to review Stefan’s PowerPoint summary of Principles of Policy Governance and be prepared to discuss at the Sept Board meeting</i>
The Board’s Shared web space: <ul style="list-style-type: none"><li>• a subcommittee was formed to organize the material the Board has stored on the shared drive</li></ul>	<i>Action: Linda, Alice, and Sarah to work on organizing the material on the shared drive</i>
<b>Store Update</b> <ul style="list-style-type: none"><li>• July 2019 sales growth: 8.69% (relative to July 2018)</li><li>• year-to-date sales growth: 6.74% (relative to 2018)</li><li>• 66 new members ytd</li><li>• store reset starts Monday Aug 5</li><li>• new aisle signs</li></ul>	<i>Action: none</i>

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<b>Board Calendar Review</b> <ul style="list-style-type: none"><li>• Policy D.4 will be reviewed in Sept</li><li>• Coop Cafe, October 19 in Springfield</li><li>• Columinate Cooperative Leadership - Board member training in mid-January</li></ul>	<i>Action: Stefan</i> to write up the Board monitoring report for Policy D.4
<b>Executive Session</b>	None
<b>Meeting adjourned</b>	8:47 pm