

Willimantic Food Co-op
Meeting of the Board of Directors
September 5, 2015

Directors Attending: Linda Brock, Stefan Kamola, Kathleen Krider, Nancy McMerriman, Charlotte Ross, Alice Rubin, Joanne Todd

Absent: Sarah Accorsi

Others Attending: Patty Smith

Call to Order: 7:07 pm

Agenda Item	Resolution
Member Input	
Board Bulletin Board: <ul style="list-style-type: none"> - Nothing posted for Board consideration Members Speak Out: <ul style="list-style-type: none"> - None 	
Approve Consent Agenda	
September Consent Agenda Discussion: Moved to approve without including B.8 and the report on the Cooperative Status.	<i>Approved consent agenda with change (moved: Joanne; second: Nancy)</i>
New Business	
Reincorporation as Co-operative <ul style="list-style-type: none"> - Will need to have a member vote to reincorporate. - Consult 9/3 with Dave Swanson (Alice, Kathleen, Joanne, Erbin): suggested process: create a similarly-named entity e.g. "The Willimantic Food Co-op", incorporate that, and have it acquire the assets of the current identity, all members become members. Cost estimate about \$5000; Fiddleheads willing to share costs, Alice to discuss with their board. - Timeline: potentially have membership vote at next annual meeting to approve the merger of the existing corporation with the newly-incorporated cooperative, with new bylaws. - Board serve as the incorporators of the new cooperative. - Dave to provide a written outline of process and a cost estimate. 	<i>Action:</i> WFC Board representative attend Fiddleheads board meeting to discuss joint action for cost-sharing.
B.8 Membership <ul style="list-style-type: none"> - Alice discussed that want to be able to offer patronage rebates if reincorporate, suggests that should holistically review policy in light of that. - Consider: Non-member surcharge; household memberships. Possibly best to address household membership at later point than reincorporation and initial bylaws revision. - "Abandoned" memberships are also an issue - clarity of language. 	<i>Approved:</i> (motion, Joanne; second, Kathleen; abstain: Alice) <i>Action:</i> Alice will add question for Dave Swanson re simplifying language on members who lose contact; also whether should address what happens to remaining assets if Co-op dissolves.
Board Recruitment <ul style="list-style-type: none"> - Raluca Mocanu has submitted her resignation from the board. - How to "recruit"? Committee participation, but that is long-term; visibility of "Board Board" - use the larger bulletin board for it, include pictures of directors. - Articulate skills/characteristics & put in "job posting." 	<i>Action:</i> put on October agenda; brainstorm ways to recruit. <i>Action:</i> post committee contact on bulletin board at Co-op & work on identifying possible recruits.

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<p>Old Business</p> <p>Co-op Birthday</p> <ul style="list-style-type: none"> - ECSU Design Class will be doing posters/promotion materials for a month-long Birthday Event. - Regular Feb 8th party with 40 cakes & 10% off. - Renting ArtSpace Gallery for month of February; opening party Feb 1, invite members to submit artwork, have member-produced history display. Closing party on 29th. - Willibrew will create a custom Gruit to have for the opening; ECSU students also designing the label. - Two billboards rented; connecting Co-op to community, celebrating 40 years together. <p>Expansion Report</p> <ul style="list-style-type: none"> - Jesse (architect) reviewed draft designs for 2-story buildings with Alice; functional but unexciting. New idea: two single-story buildings with central open space? Possibly zoning issues; inquiring. - Will have a presentation for (preferably) November board meeting. - Have abandoned idea of trying to build a full store on the property. <p>Downtown Country Fair: Saturday Sept 28, 10-4.</p> <ul style="list-style-type: none"> - Have lots of vendors lined up. - Board coverage: 10-12: Kathleen, Joanne; 12-2: Linda, ?Sarah; 2-4: Charlotte , Stefan. <p>Retreat Agenda</p> <ul style="list-style-type: none"> - Bylaws discussion in morning; lunch; industry trends information; develop concepts of strategic leadership. - Kathleen sent an excerpt contrasting Strategic Leadership with Strategic Planning; Columinate library has additional material. - Breakfast food available at 8:30; hard start at 9:00; end about 3:00. <p>Principles of Policy Governance</p> <ul style="list-style-type: none"> - Discussed the principles, the function/nature of Ends vs Executive Limitations vs Board Means. Desirability of putting more emphasis on member input to next round of Ends development. 	<p><i>Action:</i> Kathleen to contact Sarah re covering Downtown Country Fair tent from 12-2.</p> <p><i>Action:</i> directors unfamiliar with bylaws review them prior to retreat; are also materials on bylaws on Columinate Library site.</p>
<p>Store Report</p> <ul style="list-style-type: none"> - Sales over last year: 7.95%; YTD 6.88%. 709 new members so far, 99 more than last year at this point. - Store reset well-received. - Seeing a lot of new people coming in. 	
<p>Board Calendar Review</p>	
<p>Executive Session: none</p>	
<p>Meeting adjourned</p>	<p>9:00pm</p>