

**Willimantic Food Co-op
Meeting of the Board of Directors
November 7, 2019**

Directors Attending: Kathleen Krider, Alice Rubin, Nancy McMerriman, Charlotte Ross, Sarah Accorsi, Joanne Todd

Absent: Linda Brock, Stefan Kamola

Others Attending: Roxana Mocanu (scribe), Natasha Sheer (guest), Patty Smith

Call to Order: 7:08 pm

Agenda Item	Resolution
Members Speak Out	
None	Action: none
Consent Agenda	
<ul style="list-style-type: none"> • Approving the October Board Meeting minutes • Monitoring Reports: <ul style="list-style-type: none"> ◦ GM monitoring report B.3: Financial Condition and Activities (3rd quarter) ◦ BOD monitoring report D.7: Board Committee Principles <ul style="list-style-type: none"> ▪ Discussion: identifying/clarifying different types of committees: <ul style="list-style-type: none"> • ad-hoc committees: <ul style="list-style-type: none"> ◦ Expansion committee ◦ CT Coop statute • standing committees: <ul style="list-style-type: none"> ◦ Policy Governance/Bylaws revisions ◦ Member engagement ◦ Downtown Country Fair planning ◦ Annual meeting planning committee • Board committees: <ul style="list-style-type: none"> ◦ Policy Governance/Bylaws revisions ◦ Annual Meeting planning ◦ Member Engagement • Management committees: <ul style="list-style-type: none"> ◦ Downtown country fair planning ◦ Finance Committee • Board and Management joint committee: <ul style="list-style-type: none"> ◦ Expansion • Subcommittee Reports: <ul style="list-style-type: none"> ◦ Expansion: <ul style="list-style-type: none"> ▪ Jesse and Tom from C & H went to an informal zoning meeting where they presented our latest plan for our 'must haves' - kitchen, office and meeting space. The zoning commission was excited about our vision. The catch, and the reason we went to this meeting, was that our property is zoned for a 2 story structure. What we are hoping to build would be 1 story. They seemed more than willing to rezone the property. The new zoning would allow either a one- or two-story building. 	<p><i>Motion to approve the consent agenda (Joanne: move, Sarah: second). Motion approved.</i></p> <p><i>Action: Alice to answer Stefan's question regarding the balance sheet (3rd quarter financial data).</i></p>

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<ul style="list-style-type: none"> ▪ C & H will be working with a landscape architect that will help to convey to the zoning commission how the property will interact with its surroundings. They will present that at the 12/5 zoning meeting. The zoning commission said that once they have approved the zoning change, it takes approximately 3 months to complete. ▪ Alice will continue to work on our proforma and hopes to have a drawing and a more detailed explanation of the plan for our December meeting. ○ Bylaws revisions: <ul style="list-style-type: none"> ▪ Alice sent an email to Dave Swanson, cc Erbin Cromwell, and is waiting for a response. 	<p><i>Action: Alice to follow up with Dave Swanson regarding the Bylaws revisions.</i></p>
<p>New Business</p>	
<p>Columinate training: CBL 101 (Cooperative Board Leadership), recommended for all Board members who have not already attended, is on Saturday Jan 11 in Keene, NH: https://columinate.coop/upcoming_events/cbl-101-keene/ Light breakfast available starting at 8:30, training runs 9:00-4:30 with lunch provided.</p>	<p><i>Action: all Board members who have not yet attended the CBL 101 training to check their calendars and register for the training on Jan 11.</i></p>
<p>Staff Bonuses:</p> <ul style="list-style-type: none"> • This topic was added to the agenda at the request of the GM • Management team met with the Accountant to discuss the 2019 net income and project the end-of-year “bottom line”. • Based on this information, the GM is proposing a staff bonus in the amount of \$50K. The total amount will be distributed to the staff based on the total number of hours worked. • The Board will vote on the proposed staff bonuses at the December Board meeting. 	<p><i>Action: Kathleen to add “Staff Bonuses” to the December agenda.</i></p>
<p>Board Holiday Party:</p> <ul style="list-style-type: none"> • The holiday party will be held on Sunday January 12, from 5 pm to 7 pm, at Kathleen’s house in Coventry. Significant others and children are also invited. The food will be catered by Cafemantic. 	<p><i>Action: none</i></p>
<p>Charlotte attended a Farm-to-School workshop, highlighting opportunities for a local food hub.</p>	<p><i>Action: none</i></p>
<p>All Future Board meetings will be held at the Access Community Action Agency, at 1315 Main St, Willimantic</p>	<p><i>Action: Sarah to let Jim know we will no longer be needing the Keri Gallery space</i></p>
<p>Old Business</p>	

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<p>Coop's 40th Birthday party</p> <ul style="list-style-type: none"> • part 1: <ul style="list-style-type: none"> ◦ on Feb 1, from 5 pm to 8 pm, a party will be held at the Elks Club on Pleasant St in Willimantic. ◦ Hors d'oeuvres will be served. ◦ A cash bar will be available. <p>picture slide-show</p> <ul style="list-style-type: none"> ◦ Willi Brew pub is brewing a special batch of beer <ul style="list-style-type: none"> • part 2: <ul style="list-style-type: none"> ◦ on Feb 8, we will have an in-store party ◦ 40 cakes will be served 	<p>Action: none</p>
<p>Strategic Plan for Board recruitment:</p> <ul style="list-style-type: none"> • Natasha Sheer will be appointed to the Board at the December Board meeting, to fill the seat vacated by Raluca Mocanu (term ending in 2021) • Of the current Board members, three people's terms expire in April 2020. • in addition to Natasha, there are at least two other people who are interested in joining the Board • Kathleen has volunteered to join Stefan and Sarah on the Committee on Member Engagement. • Charlotte and Nancy will join Alice and Stefan on the Annual Meeting planning committee. There is an opening for a member volunteer to join the committee. • the current members of the Board's standing committees need to define the purpose of the committees. 	<p>Action: <i>Kathleen, Sarah, and Stefan</i> to create a statement of purpose for the Committee on Member Engagement.</p> <p>Action: <i>Alice, Linda, and Stefan</i> to define the work of the Policy Governance/Bylaws revisions committee.</p>
<p>Next steps in changing our incorporation from "non-stock corporation" to the new CT Coop statute:</p> <ul style="list-style-type: none"> • this will be one of the topics to be discussed at the 2020 Annual Meeting • we will need a member education campaign prior to having the membership vote 	<p>Action: none</p>
<p>Store Update</p> <ul style="list-style-type: none"> • Oct 2019 sales growth: 4% (relative to Oct 2018) • year-to-date sales growth: 6.34% (relative to 2018) • 79 new members joined in Oct • new register lanes will be installed on Tue evening (store will close at 6 pm) • Management team is starting work on next year's budget • the results of the full staff survey are very positive, with a high participation rate (98%). The Board will receive the Compliance report shortly. • very little staff turnover this year relative to the last few years. • Just started using a new tool through NCG: the Customer Experience survey invites random customers to take an online survey by offering a 5\$ off 35\$ incentive. 	<p>Action: none</p>

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<p>The survey results will provide real-time information and customer feedback.</p> <ul style="list-style-type: none"> The roof of the storage building across the street is leaking. 	
<p>Board Calendar Review</p> <ul style="list-style-type: none"> Policy D.8 will be reviewed in December Columinate Cooperative Board Leadership 101 - Board member training on January 11 	<p><i>Action: Nancy to write up the Board monitoring report for Policy D.8</i></p>
<p>Executive Session</p>	<p>None</p>
<p>Meeting adjourned</p>	<p>8:29 pm</p>