

**Willimantic Food Co-op
Meeting of the Board of Directors
June 4, 2020**

This meeting was conducted virtually (on Zoom)

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

Absent: none

Others Attending: Roxana Mocanu (scribe), Patty Smith

Call to Order: 7:05 pm

Agenda Item	Resolution
Members Speak Out	
None	<i>Action: None</i>
Consent Agenda	
<ul style="list-style-type: none"> • Approving the May Board Meeting minutes. • Monitoring Reports: <ul style="list-style-type: none"> ◦ GM Monitoring reports: <ul style="list-style-type: none"> B4: Asset Protection B.3: Financial Condition and Activities (1st quarter) B.6: Emergency Management Succession ◦ BOD monitoring report D.1: Governing Style, submitted by Charlotte Ross Discussion: the BOD monitoring report was pulled out of the consent agenda to be discussed separately • Subcommittee Reports: <ul style="list-style-type: none"> ◦ <i>Expansion</i>: no update at this time ◦ <i>Bylaws & Policy revisions</i>: submitted by Linda "Until such time as Alice is able to consider the remaining questions for the committee to submit to Dave Swanson for clarification, the other committee members will proceed with drafting revisions to policies identified during Board meetings as being in need of strengthening." ◦ <i>Member-Owner Recruitment and Engagement</i>, submitted by Stefan: "The committee has not been active this month... Kathleen expressed a desire to assess the current media platforms used by the coop and begin using those to communicate with the members. The current pandemic situation makes that perhaps more urgent, but also possibly more difficult to implement without diverting staff time and energy away from operational demands. In any case, the main priority seems to be to reestablish a regular meeting schedule, which will hopefully happen in June." ◦ <i>Board Perpetuation</i>, submitted by Natasha: 	<p><i>Motion to approve the entire consent agenda as written (motion: Sarah, second: Nancy). Motion was withdrawn by Sarah.</i></p> <p><i>Motion to remove the BOD monitoring report D.1 from the consent agenda and approve the remaining items (motion: Linda, second: Joanne). Motion approved.</i></p>

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<p>“The Board Perpetuation Subcommittee spoke briefly on June 2, 2020. For the present, Natasha Sheer will be the communicator and contact person for the group. Charlotte and Natasha spoke briefly and each committed to reading several articles about board perpetuation available through the Columinate website. We will meet in 2 weeks to discuss our individual responsibilities and priorities going forward. We still need to identify an owner/ member who would be interested in being on this subcommittee.”</p> <ul style="list-style-type: none"> ◦ <i>Reincorporation</i>: no update at this time ◦ <i>NextCloud</i>: submitted by Linda “Sarah and Linda will compile suggestions for what content should be stored in the Board's NextCloud space and how it should be structured, pending input from Alice. Opinions are welcomed from other board members as well.” 	
<p>Discussion on BOD monitoring report D.1</p> <ul style="list-style-type: none"> • item 1a: replace “ 2019 Annual meeting minutes” with “2019 Annual retreat minutes” • item #5: “<i>Encourage diverse viewpoints</i>” allows for broad interpretation • in evaluating compliance for item #6 “...obey all relevant laws and bylaws”, the current bylaws (adopted in April 2018) will be used • the Board does not currently have a clear process to address non-compliance for BOD monitoring reports 	<p><i>Action: Charlotte</i> to revise the BOD monitoring report D.1 and resubmit it to be reviewed at the July Board meeting</p> <p><i>Action: Kathleen</i> to create a simple step-by-step plan to address BOD monitoring reports that are non-compliant</p>
New Business	
<ul style="list-style-type: none"> • Reopening plan: <ul style="list-style-type: none"> ◦ The Co-op will reopen on Thursday June 11, and will be open everyday 10 am – 6 pm. ◦ cleaning/sanitizing schedule in place ◦ Limited number of shoppers will be allowed in the store at any given time. ◦ Masks are required for everyone. ◦ Shoppers will not be allowed in the Bulk aisle; staff will be filling orders from the Bulk aisle. ◦ Plexiglass will be installed at cash registers. ◦ Curbside service will be available for a \$5 fee. • Columinate Webinar: “Strategic Planning for Top Leadership Teams”, June 2, 8 PM <ul style="list-style-type: none"> ◦ several Board members attended ◦ take-away: the world has changed, and the strategic direction needs to adjust accordingly, allowing for a flexible goal- 	<p><i>Action: Kathleen</i> to send Alice a reminder two weeks prior to the GM report to the Board</p> <p><i>Action: Linda</i> to post the slides from the Columinate strategic planning seminar to the NextCloud drive</p> <p><i>Action: Board Perpetuation</i></p>

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<ul style="list-style-type: none"> ◦ setting schedule. • Columinate training to member-owners webinar: July 18 at 1 pm EST <ul style="list-style-type: none"> ◦ open to all members ◦ may be of interest to any member-owner considering joining the Board 	<i>subcommittee</i> to look into the July 18 Columinate webinar
Old Business	
<ul style="list-style-type: none"> • CCMA online conference: June 8th through 12th <ul style="list-style-type: none"> ◦ Linda, Stefan, and Natasha to attend • Member survey: <ul style="list-style-type: none"> ◦ over 1200 responses were collected ◦ majority of responses were positive: 76% responded with “agree” or “strongly agree” to “I am satisfied with my experience using ordering and curbside delivery” • Annual Meeting: <ul style="list-style-type: none"> ◦ due to the COVID-19 pandemic, we were unable to have the Annual Meeting in April ◦ How can we accomplish the goals of the Annual Meeting given the uncertainty of not knowing when we will be able to gather together in person in a large group? ◦ Need to reconsider our communication strategy in light of our current situation: our sense of community will need to shift to a different dimension. • Board Retreat Date: <ul style="list-style-type: none"> ◦ This year, Todd Wallace, our Columinate facilitator, will attend virtually, while Board members will gather in person, socially distanced, outdoors. 	<p><i>Action: Alice</i> to ask Steve Murphy to add a notice on the website to inform members that the Annual meeting will not be held on June 28</p> <p><i>Action: Kathleen</i> to keep the Annual Meeting on the agenda for July</p> <p><i>Action: Member engagement subcommittee</i> to discuss/brainstorm ideas for communication strategies with our members to maintain our sense of community while we are unable to gather together as a group.</p> <p><i>Action: Kathleen</i> to ask Todd Wallace about his availability to attend the Board Retreat (½ day).</p>
Store Update	
<ul style="list-style-type: none"> • Sales: <ul style="list-style-type: none"> ◦ May 2020: -34.5% relative to May 2019 ◦ year-to-date: -5.49% (relative to 2019) • uncertainty about how the financial data will change once the store reopens • Owner of the Harp is interested in leasing out part of the property at 87 Church St. 	<p><i>Action: Natasha</i> to email Alice regarding the Harp’s request</p>
Board Calendar Review	
<ul style="list-style-type: none"> • BOD Policy D.2 and GM Policy B.7 will be reviewed at the July Board meeting 	<p><i>Action: Stefan</i> to write up the report for Policy D.2</p> <p><i>Action: Alice</i> to report on B.7 at the July meeting</p>
Executive Session	
Meeting adjourned	
	8:55 pm