

**Willimantic Food Co-op
Meeting of the Board of Directors
May 6, 2021**

This meeting was held virtually (on Zoom)

Directors Attending: Linda Brock, Stefan Kamola, Kathleen Krider, Alice Rubin, Joanne Todd, Matthew Coolbeth, Natasha Sheer, Nancy McMerriman

Absent: none

Others Attending: Patty Smith, Roxana Mocanu (scribe), Steve Bachiochi

Call to Order: 7:06 pm

Agenda Item	Resolution
Members Speak Out	
Board Bulletin Board: - None Members Speak Out: - Bill Andrychowski addressed the Board. Bill described an incident that occurred about 3 months ago, in which he was asked by a WFC cashier to pull his mask up to cover his nose. An argument ensued, and Bill was asked to leave the store. Subsequently, a No Trespassing order was issued against him. Bill admitted that he “handled it wrong”, but he feels that the No Trespassing order is “totally unreasonable”, and it is affecting his access to healthy food. He is requesting that the No Trespassing order be removed and agrees to comply with store policy so that he will be allowed to shop in the store once again.	<i>Action: none</i>
Consent Agenda	
<ul style="list-style-type: none"> ● April Minutes ● Monitoring Reports: <ul style="list-style-type: none"> ● BOD D.5 - Director’s Code of Conduct ● GM B.3 - Financial Condition and Activities (first quarter) <ul style="list-style-type: none"> ○ discussion: the significance of the debt-to-equity ratio compared to the NCG upper threshold. Columinate offers a series of 4 financial training sessions; all Board members are encouraged to attend. The Board orientation, which will occur after the Board election, will include a brief overview of the financial training. ● Subcommittee reports: <ul style="list-style-type: none"> ● Expansion: no update at this time ● Bylaws and Policy revisions (report submitted by Linda) ● Board Perpetuation: no update at this time ● Reincorporation: no update at this time ● NextCloud: no update at this time ● Member Engagement (report submitted by Stefan) 	<i>Motion to approve the consent agenda: (Moved: Linda; Second: Stefan.) All in favor. Motion approved.</i> <i>Action: Patty to send all Board members a document explaining NCG’s financial terms (including the debt-to-equity ratio).</i>
New Business	
Reincorporation <ul style="list-style-type: none"> ● Joanne emailed all Board members a one-slide summary of the information she will be sharing at the Annual Meeting 	<i>Action: none</i>

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<p>Training and Annual Meetings</p> <ul style="list-style-type: none"> • Kathleen and Joanne attended the Columinate DEI training. • Linda attended the Columinate training on Board Elections. • Kathleen and Joanne are registered for the May 19 JEDI informational session/working group • CCMA Annual Meeting: online conference 	<p><i>Action: Board members interested in attending the CCMA conference to register themselves.</i></p>
<p>Vice-Chair Brainstorm:</p> <ul style="list-style-type: none"> • The Board will vote on the slate of officers at the June Board meeting. The proposed slate of officers consists of: <ul style="list-style-type: none"> ○ Linda: Board Chair ○ Joanne: Board Treasurer ○ Matthew: Board Secretary ○ The Vice-Chair position is open. The intent is to use the Vice-Chair as part of the succession plan. 	<p><i>Action: Board Perpetuation committee to consider setting up a process for defining a succession plan.</i></p>
<p>June Board meeting:</p> <ul style="list-style-type: none"> • In person or virtual (Zoom)? 	<p><i>Action: all Board members to email Kathleen their preference for meeting in person or virtually for the June Board meeting.</i></p>
<p>Bylaws revisions:</p> <ul style="list-style-type: none"> • Linda shared the latest version of the Bylaws revisions and asked Board members for input • The proposed changes are in Article II: Membership, section 2.2: Rights, and section 2.6 Inactive Status • The Bylaws subcommittee will meet again and report to the Board at the June meeting. 	<p><i>Action: Patty to forward to the Board the Cooperative Fund of New England slides highlighting the first 2 Cooperative principles and the decision-making matrix that can be used to decide which issues members get to vote on.</i></p> <p><i>Action: Kathleen to add the Bylaws revisions to the June agenda.</i></p>
<p>Member Speak-out follow-up: In response to the issue brought up by Bill Andrychovski during the Member Speak-out at the beginning of the meeting.</p>	<p><i>Action: Alice to discuss this issue with the staff and report back to the Board.</i></p>
<p>Old Business</p>	
<p>Member Engagement Committee Request for Proposal:</p> <ul style="list-style-type: none"> • Stefan shared with the Board the two proposals received in response to the Request for Proposal for an educational campaign highlighting the seven cooperative principles. • The Board agrees with the Committee's recommendation to accept Amy K Studio's proposal. 	<p><i>Action: Alice to follow up with the two companies that submitted bids.</i></p>
<p>JEDI statement:</p> <ul style="list-style-type: none"> • Due to time constraints, this item was postponed until the June meeting. 	<p><i>Action: Kathleen to add the JEDI statement to the June agenda.</i></p> <p><i>Action: Patty to collect input from the staff on the JEDI statement.</i></p>
<p>Annual Meeting:</p> <ul style="list-style-type: none"> • Virtual meeting on Zoom on May 23, 5 to 6:30 pm. • Practice Session for presenters/organizers: May 20, 7 pm • Patty will be the Zoom host, all other Board members will be co-hosts. • Natasha to monitor the waiting room. • Linda to monitor the chat. • Stefan will be the timekeeper. • Stefan to mute or unmute participants as needed. 	<p><i>Action: Patty to send out the slide template (with the logo) to all presenters.</i></p> <p><i>Action: All presenters who wish to have Patty help get their slide material on the common template, send presentation material to Patty no later than May 13.</i></p>

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<ul style="list-style-type: none"> • Kathleen will make an announcement that the meeting will be recorded. Patty will record the session. 	<i>Action: Patty to send out the Zoom link for the May 20 practice session.</i>
<p>Store Update</p> <ul style="list-style-type: none"> • April 2021 sales: 35% more than March 2020, and 4% less than April 2019. • Year to date sales: 4% less than 2020, and 3% less than 2019. • The sale of cups of coffee will resume. • Store hours have increased: 8 am to 8 pm. • The line-up in the frozen food aisle will be discontinued. • New Grocery Manager 	<i>Action: none</i>
<p>Executive Session None</p>	<i>None</i>
<p>Calendar Review</p>	
<p>BOD Monitoring report to be reviewed in June: D.1</p>	<i>Action: Matthew to review D.1.</i>
<p>Meeting adjourned</p>	<p>9:10 pm</p>