

**Willimantic Food Co-op
Meeting of the Board of Directors
January 6, 2022 Online Via Zoom**

Directors Attending: Steve Bachiochi, Linda Brock, Matthew Coolbeth, Kathleen Krider, Alice Rubin, Natasha Sheer, Joanne Todd

Absent: none

Others Attending: Patty Smith, Beth Hankins (scribe), Christine Klaben (possible staff representative)

Call to Order: 7:00 pm

Agenda Item	Resolution
Members Speak Out	
Board Bulletin Board: <ul style="list-style-type: none"> ▪ None Members Speak Out: <ul style="list-style-type: none"> ▪ None 	
Consent Agenda	
<ul style="list-style-type: none"> ▪ December 2021 Board Meeting Minutes ▪ Subcommittee reports: <ul style="list-style-type: none"> • Board Perpetuation, Bylaws & Policies, Expansion, GM Succession, Member Engagement, Reincorporation. 	<i>Action: Motion to approve the consent agenda (Moved: Todd, Second: Coolbeth) motion approved unanimously</i>
New Business	
Monitoring Report B.4 Asset Protection -Discussion: <ul style="list-style-type: none"> • Liability coverage amount determined on the advice of long standing insurance agent based on balance sheet amounts. • Security cameras not currently considered necessary • Employees received Safety Training from police department member • Member cards can be replaced by asking cashier. • No plans to develop member Co-op apps 	<i>Action: Motion to accept report (Moved: Todd, Second: Krider) Rubin abstained, all others voted to approve</i>
Monitoring Report C.1 Unity of Control -Discussion: none.	<i>Motion to accept report (Moved: Todd, Second: Sheer) Brock abstained, all others voted to approve</i>

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<p>Member Education Proposal – Reincorporation (MEC Committee)</p> <ul style="list-style-type: none"> • Committee proposed schedule of meetings for members to learn about the reincorporation process Meetings should include at least one board member as well as GM or AGM. • Half sheet flyer to be designed by Amy Kalisher. Committee provided draft content. • Confirm whether members can authorize reincorporation in advance of process to create new corporation being finished <p>Member Survey for Patty Smith’s Grad Project: Patronage Dividends: The Value of Profit Sharing in Consumer Food Co-ops.</p> <ul style="list-style-type: none"> • Feb: member survey to be sent to –members • Seeking feedback on types of questions in order to benefit co-op 	<p><i>Action: Directors to provide email feedback to Krider about the flyer.</i></p> <p><i>Action: Todd to provide additional information about the order of member vote and filing to form new corporation.</i></p> <p><i>Action: Provide feedback to Smith by 1/16/2022</i></p>
<p>GM Search Process: Possible Consultant</p> <ul style="list-style-type: none"> • Expect to hire consultant Carolee Coulter of Columinate to support search process • Diverse input on search committee is ideal • Committee probably of 3-4 people, both directors and members <p>Co-op Birthday Plan:</p> <ul style="list-style-type: none"> • Covid spike limits in-store celebration; developing other options • No need for involvement from the board. <p>CBL101 Training Attendance</p> <ul style="list-style-type: none"> • Training on the philosophical framework of governance. • Next opportunity in March, repeated every 2 months. May retake the training. 	<p><i>Action: Email Brock names of proposed members of search committee.</i></p> <p><i>Action: Brock to send website registration</i></p>
Old Business	
<p>Grocery Bagging recap:</p> <ul style="list-style-type: none"> • Went well, customers expressed surprise and appreciation. • Note taken of staff’s excellent customer service and ability to educate on Co-op membership. 	<p><i>Action: none</i></p>
<p>Annual Meeting:</p> <ul style="list-style-type: none"> • Jillson not available during preferred dates; Horizons a possible venue, with indoor and outdoor facilities. • Rubin putting together Annual Meeting Planning Task Force • Opportunity for education regarding incorporation - could include outside speaker such as Erbin Crowell • Other topics suggested previously: climate change, recycling. <p>Board Holiday Party:</p> <ul style="list-style-type: none"> • Possible Spring party; revisit planning in a few months. <p>Board Recruitment:</p> <ul style="list-style-type: none"> • Steve Bachiochi to head up planning the first “Member Social” • Board Perpetuation Meeting in a few weeks. • Alice checking with staff for input on active members.- • Once have a target date Management will develop invite list 	<p><i>Action: Rubin to check Jillson availability for 5/22, Bachiochi to check on Horizons ASAP and coordinate with Rubin.</i></p> <p><i>Action: Brock schedule committee meeting.</i></p>

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Store Report

- Holidays went very well.
- Sales high; Discount may have helped
- Staffing challenges with people off due to planned PTO, illness, but staff incredible
- Ongoing delivery issues.
- Adjusting to Bruce being gone.
- Overall, recovering from hit of last year.

Executive Session

- Discussion of personnel leave request (information)

Meeting adjourned

9:00 pm
