

**Willimantic Food Co-op  
Meeting of the Board of Directors  
3/2/2023**

**Access Community Action Agency, Main St Willimantic**

**Directors Attending:** Steve Bachiochi, Linda Brock, Matthew Coolbeth, Katherine Gavin, Alice Rubin, Joanne Todd

**Absent:** Kathleen Krider

**Others Attending:** Patty Smith, Peter Alaska, Jennifer LaVoie Sandy Labrecque

**Call to Order:** 7:02 pm

Agenda Item	Resolution
<b>Members Speak Out</b>	
A few members potentially interested in joining the BoD were present. The board welcomed them and everyone present introduced themselves.	
<b>Consent Agenda</b>	
<ul style="list-style-type: none"> <li>• Draft Minutes of February Meeting.</li> <li>• Subcommittee Reports:               <ul style="list-style-type: none"> <li>• Board Perpetuation, Bylaws &amp; Policies, GM Succession, Member Engagement, Reincorporation, Expansion.</li> </ul> </li> </ul>	<i>Action: Motion to approve the consent agenda (Moved: Coolbeth, Second: Todd) motion approved unanimously.</i>
<b>Old Business</b>	
Reincorporation Update (Update on the state of voting, given by Patty Smith) <ul style="list-style-type: none"> <li>• Sent out about 2000 paper ballots and about 4500 email ballots</li> <li>• So far, have received 656 electronic ballots and 200 paper, which have not yet been counted.</li> <li>• Last day to vote is March 12th. Email reminders go out on Saturdays to people who have not submitted their electronic ballots</li> </ul> Discussion of Annual Meeting <ul style="list-style-type: none"> <li>• Steve and Niti's contacts for potential speakers still need to be firmed up with.</li> <li>• We should give them 30m in total (so 15m each if we have both)</li> </ul>	

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<p>Discussion about content of Spring Member Survey:</p> <ul style="list-style-type: none"> <li>• Would be good to have year-over-year demographic data so that we can observe trends over time <ul style="list-style-type: none"> <li>• Add race/ethnicity and household size?</li> </ul> </li> <li>• We could also add an additional focus to the survey <ul style="list-style-type: none"> <li>• What members would like to see in terms of <ul style="list-style-type: none"> <li>• Products</li> <li>• Initiatives</li> <li>• Member benefits</li> </ul> </li> </ul> </li> <li>• Maybe use the survey to find out who would like to join committees or BoD</li> <li>• Can we find out better ways of reaching more members, especially younger ones? Social media?</li> </ul>	
<p><b>New Business</b></p>	
<p>Proposed 2023 Operating budget review, presented by Alice</p> <p>Salient points:</p> <ul style="list-style-type: none"> <li>• Aggressive projected sales growth + lower margin = typical bottom line</li> <li>• Shifting from an end-of-year staff bonus to a quarterly gain-sharing program</li> </ul>	
<p>Monitoring Report B.6 Emergency Management Succession (Rubin)</p> <p>Discussion:</p> <ul style="list-style-type: none"> <li>• Information Technology(IT) is not included in the succession plan since Alice does little to oversee it.</li> <li>• The board recommended that mention of IT be added to the plan and that the plan be distributed to all assistant managers.</li> </ul>	<p><i>Action: Motion to accept the B6 report as compliant. (Moved: Todd, Second: Coolbeth) Rubin abstained, all others voted to approve motion.</i></p>
<p>Monitoring Report C.3 Delegation to the Manager (Brock)</p> <p>Discussion:</p> <ul style="list-style-type: none"> <li>• Perhaps the first bullet in the policy should be revised for clarity? Send this policy to the Bylaws &amp; Policy Committee for review.</li> </ul>	<p><i>Action: Motion to accept the C3 report as compliant. (Moved: Bachiochi, Second: Gavin) All directors voted to approve motion.</i></p>
<p><b>Store Report</b></p>	
<ul style="list-style-type: none"> <li>• Staff survey is in progress and goes for 2 weeks</li> <li>• The Co-op Birthday Party was great</li> <li>• Some doors at the store are broken and require repair</li> <li>• Going to restart Open-book management huddles soon</li> </ul>	

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**Executive Session**

Board went into executive session at 8:17pm from discuss various issues involving personnel management and business strategy.

Executive session adjourned at 9:07

Board voted to approve the employee recognition proposed during Executive Session

Board voted to approve the GM performance review presented during the Executive Session.

*Action: Motion to enter executive session. (Moved: Todd, Second: Bachiochi)*

*All directors voted to approve motion.*

*Action: Motion to approve proposed employee recognition. (Moved: Gavin, Second: Coolbeth)*

*All directors voted to approve motion.*

*Action: Motion to approve the presented GM Evaluation. (Moved: Bachiochi, Second: Coolbeth)*

*All directors voted to approve motion.*

**Meeting adjourned (9:10pm)**