

Willimantic Food Co-op
Meeting of the Board of Directors

January 9, 2025

Kerri Gallery, 861 Main St, Willimantic

Directors Attending: Brock Alosky, Linda Brock, Matthew Coolbeth, Peter Kirk, Niti Pandey, Patty Smith, Joanne Todd

Absent: none.

Others Attending: Tomasyn Goode (prospective scribe), Bri Diaz, Stephanie White (prospective Board directors)

“Meet and Greet” Social with prospective Directors: 6:30 pm

Call to Order: 7:01 pm

Agenda Item	Resolution
Introduction	
Board Bulletin Board: - none Members Speak Out: - none	<i>Action: none.</i>
Consent Agenda	
Minutes of: December monthly meeting - Correction to minutes: Kirk and Audrey Griffin were present Committee Reports (none this month)	<i>Motion to approve</i> Moved: Todd Seconded: Alosky <i>Motion unanimously approved pending corrections.</i> <i>Action: correct</i> December minutes as noted.
New Business	
Director Resignation (Brock – information) - Debbie Pallatto has resigned effective immediately due to personal demands. - Discussion in Executive session about appointing an interim Director to fill in until May.	<i>Action: none.</i>
Introduction of Kathe Gable Lemieux, prospective Staff-elected Director, and plan for Staff vote (Smith - information) - Gable Lemieux introduced herself. - Smith will plan a staff election – probably can occur before the next board meeting. She doesn’t think anyone else is interested in running. - There is no Bylaws requirement around the start or end of the staff director term.	<i>Action: none.</i>
Assignment of C.2 Monitoring Report (Feb.) (Brock) - Had been assigned to Pallatto. Moore will take February. All other assignments will shift forward one month.	<i>Action: Shift everything forward one month. An email will be sent with the revised schedule.</i>
Schedule: Tabling in Jan. & Feb. for Board Recruitment (Moore)	<i>Action:</i>

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<ul style="list-style-type: none"> - Hoping to have 2 sessions in the co-op Sunday Jan 26 and Saturday February 8 (co-op birthday) from 10-3 - Moore passed a sign-up sheet for directors to sign up for time 	
<p>Schedule: GM Performance Review (Brock – action)</p> <ul style="list-style-type: none"> - Does it need to include the most recent ends report? (March) - Coolbeth & Alosky both feel it would be better to include the new ends report - Eval will be scheduled week of March 9th or 16th. - Smith will miss the April meeting, but the full board can discuss the Executive committee's recommendations at April meeting. 	<p><i>Action: Brock to send poll for scheduling purposes.</i></p>
<p>Store Report Q&A</p> <ul style="list-style-type: none"> - December was “crazy busy”; Xmas week 14% growth over last year. - Member discounts were very popular. Cost \$45,000, more than budgeted, but may have driven sales growth. - \$150 cash gift to staff. Staff doing great. - Wooden nickels – Covenant Soup Kitchen was the highest recipient. - “Jingle Balls” – moved kombucha keg into the cafe and had bulk snacks, was really fun and had some new people experience the co-op. - Security camera system installed. - 87 Church: Have permit. Contractor can start tear-down in 2 weeks. 	<p><i>Action: none.</i></p>
<p>GM Monitoring Report: B.2 Financial Planning 2025 (Smith)</p> <ul style="list-style-type: none"> - Brock asked Smith if felt were fully in compliance or partially in compliance; Smith stated substantially in compliance. - Smith is working on a multi-year business plan - likely done end of Q1. - Using new Common Chart of Accounts – once we transition, reports and margins will look different. For example, discounts will change from expenses to counter-revenue, which will lower margin. - Alosky: will we be able to track what has changed from the old reports to the new. Smith: yes. And we have a lot of support from NCG. - Planning: usually do better than our plan. Budget isn’t done yet, but expect sales to grow, outpacing inflation at 4%. - Several directors noted this is a conservative estimate - last year growth was 7%. Smith intends to hold to it due to national uncertainties and need to invest in personnel – more employees, staff expense will be higher. - This will be Smith’s first budget. Todd encourages her to not worry about making sales targets. - Added additional paid sick time this year - (new CT law) as well as floating holidays. - Continue to make expansion plans. - Continue to get new members. Diversity is increasing (age, ethnicities, families) 	<p><i>Motion to approve the submitted monitoring report for policy B2 as substantially in compliance.</i> Moved: Todd Seconded: Alosky Abstained: Smith <i>Motion approved by all others.</i></p> <p><i>Action: none.</i></p>
<p>Board Monitoring Report C.1 Unity of Control (Brock)</p> <ul style="list-style-type: none"> - Discussion: none 	<p><i>Motion to approve the submitted monitoring report for policy C1</i> Moved: Todd Seconded: Alosky Abstained: <i>Motion approved unanimously.</i></p> <p><i>Action: none.</i></p>

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Other New Business: none.	
Old Business	
Update on CT Cooperative Act (Todd) <ul style="list-style-type: none"> - Matthew Gaul of the CT Bar Association is developing another amendment to State statutes that would address additional weaknesses he identified that impact Cooperatives. He has recommended we not reincorporate in CT until those issues are addressed. - Fiddleheads also wants to reincorporate as a cooperative. Connected them with Gaul. - State legislators Mae Flexer and Susan Johnson are on board. - Smith: may be some participation from the Yale Law clinic. - Actual reincorporation date is still uncertain. 	<i>Action: none.</i>
Update on 87 Church Property (Smith) See Store Report	<i>Action: none.</i>
Board Post-holiday Gathering – Friday January 10, 6:00pm, Coyote Flaco (Mansfield Rt. 31)	<i>Action: none.</i>
Q&A for Prospective Directors	
Executive Session <ul style="list-style-type: none"> - Entered Executive Session 8:31 (motion: Todd; second: Coolbeth) - Exited Executive Session 8:50 - Voted on proposal for General Manager’s compensation package. 	<i>Action: motion to approve the General Manager’s proposed compensation package: Todd; second: Pandey. In favor: Alosky, Brock, Coolbeth, Kirk, Pandey, Todd. Opposed: none. Abstained: none. Approved.</i>
Meeting adjourned	8:55 pm