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# Becoming a Connecticut Cooperative

*Joanne Todd*

The Willimantic Food Co-op Board would like to reincorporate under the Connecticut Cooperative statute that was updated in 2019. The motivation for this change goes back several years when the Board began considering patronage rebates to members. Patronage rebates are a return of income to members based on their purchases. The Board was advised by their attorney that the Co-op's current legal form, a Connecticut nonstock corporation, would not allow patronage rebates. The attorney recommended changing to a cooperative structure but counseled against incorporating under the Connecticut Cooperative Statute because it did not adequately protect members from liability. He recommended incorporating under another state's statute.

The Board decided it was time to update the statute because we should be able to incorporate within our own state. The change could also encourage the formation of new Connecticut cooperatives, or at least not discourage them. In a true collaborative effort, we began our advocacy journey to change the statute with the help of the Neighboring Food Co-op Association, Fiddleheads Food Co-op, Mad River Food Co-op, the New England Farmers Union, the Credit Union League of Connecticut, and our local legislative delegation. The updated statute - Senate Bill 138: An Act Modern-

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## Becoming a CT Co-op *cont'd from page 2*

izing the Cooperative Association Statutes - was passed in the 2019 Legislative Session and became law.

The Board is now embarking on the legal process to become incorporated as a Connecticut Cooperative. The steps are:

1. Set up a legal entity as a Connecticut Cooperative
2. Merge the current Willimantic Food Co-op entity into the new entity.

The merger will require a petition signed by 5% of active members followed by a member vote. The Board views this as a welcome opportunity to engage with members around being a cooperative and the possibility of patronage rebates. When the legal structure changes, the Board will also recommend bylaw changes to support distribution of patronage rebates. Patronage rebates would be decided by the Board each year based on the adequacy of income and the needs of the Co-op.

If you have questions or comments or if you are interested in helping make our reincorporation a reality, go to [willimanticfood.coop/about-the-co-op/our-board](http://willimanticfood.coop/about-the-co-op/our-board), on the right side of the page (desktop) or at the bottom of the page (mobile) is a contact form— let us know what you think. 🥕



## Co-op Scoop *continued from page 1*

### Co-op Scoop Alice Rubin

**O**ur incredibly beautiful Spring has jumped right into Summer – or at least for the moment. I have never seen this many flowers, or such wild fluctuations of weather. It is hard to know what time of year it is.

It is also hard to know what to with our property across the street. Building material costs are through the roof, and taking on large debt at what I see as an uncertain time, doesn't seem like a good idea.

We are thinking that scaling back the project might be a good idea. Building a kitchen where we could make prepared foods to sell out of our store is what the membership has been asking for. We would focus on using locally grown ingredients as much as possible. This all seems good, and possible. Probably even profitable.

Any project we pursue must make good financial sense as well as meet the needs of the Membership. It is the Board's job to ensure that the project meets these criteria. We still have a lot of work to do before we will know this.

And before we even really begin to do the work, I hit the snag. Packaging. If we expect the food to sell, people have to be able to see it. If the packaging is clear – it is either made from petroleum products and those are not always being recycled. Or it is made from plant based material, which will compost, but only ‘..in an

