



APPROVED MINUTES

Upper Valley Food Co-op | Board of Directors Minutes

March 26th, 2024, 6pm | Hybrid

193 North Main Street | White River Junction, VT 05001+

Directors present: Tina Barney, Kate Rohdenburg, Chris Sneddon, Kerry Rosenthal, Zea Luce, Pamela Perkins, Rio Pires, Sam Sukumar, Max Wunderlich

Directors absent: none

GM present: Darrion Whalen

Members present: None

Others present: none

Facilitator: Tina Barney

Recorder: Larissa Sharff

PROCEEDINGS

Open meeting begins at 6:00pm. Called to order by Tina Barney.

1. Agenda & Announcements

- Check-ins and Reading of the Ends:
- Board Emails: none
- Member Comments: none
- Agenda Amendment: We will add 5 minutes to double-check who will be attending CCMA.
- Announcements: none

2. Meeting Minutes

- February Meeting Minutes
 - Change: none
 - **Approved by CONSENSUS**

3. New Business from the GM

- Staff
 - Mike is settling in well, getting comfortable with the store and his role in the grocery department.
 - We have a new front end cashier named Fernanda who recently moved to the Upper Valley.
- Inventory
 - We have inventory coming up, which is always fun.
- Spring is coming! ...Right?
 - We closed early on Saturday because of the big snow storm.
 - Pansy were supposed to come this week, but with the snow we're putting that off until the porch is cleared.
 - Darrion has ordered patio tables to live outside along the front of the building for people to eat.
- Staff Training
 - Jon Steinman will be coming to the area for CCMA, and he's going to come to our co-op to do a staff training.
- Vacation
 - Darrion is taking off the second week of April to go to Puerto Rico and enjoy some time with his family.
- NCG
 - Darrion mentioned that there are some mixed opinions about NCG, and the board asked him to elaborate on this. NCG is a co-op, but they are partnered with UNFI, a national company, and so some people feel that working with UNFI detracts from the

small business approach of a co-op. Darrion feels that NCG has extensive resources and tools that benefit co-ops, and they are made to help support co-ops and give them buying power.

4. Policy Governance

• EL3 Compensation & Benefits

- Max led the discussion of the policy.
- Max asked about the staff discounts, and Darrion said that the total number of employee discount was \$37k.
- Max asked about the cost of employee turn-over, and if there's a way to add that to the budget. Tina brought up that it would be useful to know why people were leaving a job at the co-op, whether it's because of wages or other reasons. She brought up the idea of having an exit interview.
- A conversation was had about a wage ceiling on roles, because an 8% raise every year can create excessive gaps between those who have been here for years and those who are just starting. In the notes, Sue and Norm felt that as they raise the starting wage they need to also raise the wages of higher staff. Darrion disagreed with this, and doesn't feel that it's reasonable for staff to be getting 8% raises every single year. He would rather raise the starting wages without necessarily raising the higher wages. The board felt comfortable with this view.

• **Approved by CONSENSUS**

• EL10 Co-operative Economy

- Zea led the discussion of the policy.
- Kerry asked if Darrion had met the GM of the Co-op Food Stores, and he said yes, he met her once briefly. It was informal, and he recognizes relationships take time to develop.

• **Approved by CONSENSUS**

5. New Business for the Board

• Living Wage Committee

- The Living Wage Committee met three days ago and has a final committee report.
- The legislature in Vermont is currently meeting and is considering updating every 6 years instead of every 2 years. This would make the Vermont Basic Needs Report index less useful, since 6 years is a long time. So we will look into where else we could get living wage data.
- Kate asked if we want a policy change, or we want to request specific data from the GM. Max felt that more data than what's currently included wouldn't be necessary. Tina said we would only need more specific data if the policy is non-compliant.
- Kate asked what mechanism the GM has for stating that a living wage is fiscally irresponsible. Tina responded that the report asks the GM to work towards a living wage, not necessarily reach it. But being aware of it when making decisions. Tina pointed out that when the store was running at a loss, the board agreed that what mattered was that the GMT were following the policies and so they were compliant. In other words, it's about following the process and trying to reach a goal, but the goal is not absolute.
- Kate asked if we're only counting cash or if we're counting all benefit costs in the policy data. Darrion said it must be the latter.
- Tina proposed that the Living Wage Committee come back next month with some suggested language, and hopefully we'll know how often the Vermont Basic Needs Report will be updated.

• Solar Array Inquiry

- Before leaving, Darrion stated that he is in favor of adding a solar array to the building, assuming it's fiscally doable.

- The question is whether the board approves moving ahead with a contract with SunCommon. If we don't get the REAP grant, then the contract is void. So there's no risk that we'll get stuck in a contract without the grant contribution.
- We have a lot of cash, and it is definitely possible to put a solar array in, especially if we can get the grants. Chris was worried that the grant deadline is March 31st. Tina clarified that the deadlines are quarterly, so there's another one in June.
- The proposed array would cover about a third of our electric costs, which are currently about \$2k/month.
- Tina asked if anyone feels strongly against this project, and no one did.
- Overall, the total costs will be about \$100k, assuming we get the grants, and including tax rebates. Sam felt that the board should consider what else could be done with the money in reserve.
- Rio abstained from voting, but the rest of the board approved moving forward with the contract with SunCommon.
- CCMA Attendance
 - We have a budget to send 4 people to CCMA this year. So we will send Tina, Kate, Chris, and Zea. There does not seem to be a virtual option this year.
- NFCA Report
 - Chris and Tina attended the NFCA Annual Meeting on March 16th, as well as Mike, our grocery manager.
 - Chris attended a workshop on climate change, and another on policy advocacy through the New England Farmers Union.
 - Tina attended one on food security initiatives, and a lot of co-ops have programs to deal with that. But these co-ops have dedicated staff members for these programs, and sometimes dedicated staff members to write grants. There was the idea for NFCA to have a grant writer who could be a resource for co-ops.
 - Some co-ops have been reaching out to campuses to get in touch with college students who get stuck on campus over holiday breaks.
 - They will send out their written notes from the event.
- Coffee Date check-in
 - Tina and Chris hosted the March Coffee Date. This time it was held in the store, by the registers, and they had multiple conversations. One couple had requests to make gluten-free products more visible.
- Newsletter check-in
 - Sam will write a poem.

6. Assignments

- EL6: Rio
- G8: Pamela
- Living Wage Committee will make a wording recommendation
- Tina/Chris: email out their NFCA notes

7. General Session Adjourned 8:10pm