



APPROVED MINUTES

Upper Valley Food Co-op | Board of Directors Minutes
March 22nd, 2022, 6pm | Videocall via Zoom
193 North Main Street | White River Junction, VT 05001+

Directors present: Tina Barney, Debbie Diegoli, Elizabeth Feinberg, Carrie Kocik, Kate Rohdenburg, Kerry Rosenthal, Sam Cronin, Zea Luce, Rio Pires, Cat Buxton, Pamela Perkins

Directors absent: none

GMT present: Sue Miller

Members present: none

Facilitator: Tina Barney

Recorder: Larissa Sharff

PROCEEDINGS

Open meeting begins at 6:02pm. Called to order by Tina Barney.

1. Agenda & Announcements

- Reading of the Ends
- Board Emails: none
- Member Comments: none
- Agenda Amendment: CCMA check-in
- Announcements: none
- Board Connection: The board and GMT took ten minutes for everyone to check-in about how they're doing personally.

2. Meeting Minutes

- February Meeting Minutes
 - Change: typos
 - **Approved by CONSENSUS**

3. New Business from the GMT

- Store Renovations
 - Lights in the store are being replaced with energy-efficient LEDs. We're looking to gut and rebuild our dairy cooler, with new shelves, doors, and condensing units. The produce cooler should be getting new shelves soon.
 - Even though sales have not returned to what they were, the store is still in a healthy place. We may have a loss this year, but we can still afford to do small renovations that need to happen.
- Slash Your Trash Challenge
 - For the month of April we'll be participating in NFCA's Slash Your Trash Challenge, with pledge cards posted on the bulletin board at the front of the store. This will be a great chance to promote bulk.
- Ukraine Disaster Relief
 - The store has made a donation to a fundraising drive being organized by CDF, NCG, and NCBA CLUSA, to help co-operatives in Ukraine.
- Haven Food Drive
 - We're doing a food drive this week for the Haven! Please drop a can in the donation boxes the next time you come through.
- Mask Policy Change
 - Sue reported that it's an interesting mix in terms of reaction to the policy change. Most people, both customers and staff, are still wearing masks. The most comments have been from people who disapprove of masks.
 - Sue is watching the numbers and will put re-enact a mask requirement if it seems like numbers are spiking.

- Local Products
 - The board is very impressed that the store has reached 30% local products, and local products available in every department.

4. Policy Governance

- EL10 Cooperative Economy:
 - Elizabeth led the discussion of the policy and monitoring.
 - **Approved by CONSENSUS**

5. New Business for the Board

- NFCA Annual Meeting Report
 - Sue reported that it went really well and the keynote speakers were exceptional.
 - Debbie thought it was very well organized for a virtual meeting. The amount of things that were discussed in a concise amount of time was impressive. Her breakout group ended up talking mostly about packaging and the Slash Your Trash Challenge, and how single-use plastics have really come back because of the pandemic. And also the trouble of packaging for deli products.
 - Tina was struck by a comment by one of the keynotes, Martin Lowery, where they were talking about the large number of co-operatives in Ukraine, and that co-ops can be a training ground for democracy and involvement in community and politics.
- CCMA Check-in
 - Tina, Kerry, and Sam will be attending in person. Debbie plans to attend virtually. Pamela is interested in attending virtually but hasn't decided.
- Draft Compensation RFP
 - Tina created a draft RFP to get the ball rolling on the conversation and presented it to the board. Kerry was in favor of paring down the RFP, though she didn't have specific items to remove.
 - Discussion was had about what data the board would want and how best to keep track of that data.
 - Sue expressed concern about the RFP actually asking what the board wants to know. Does the board have a clear vision of what the board wants from this document, and does the wording follow that?
 - The board agreed that it would be helpful for Sue and Norm to provide feedback on the draft RFP before the board moves forward.
- Review By-laws
 - The board noted gender-specific pronouns in the by-laws. The board will not bring this immediately to the membership to change, but will keep note of it for the next time the by-laws are brought before the membership for a change.
- Nominating Committee Check-in
 - The Nom Com needs another member. Sam agreed to join Cat and Zea.
 - Cat will leave the board at the end of this year.
 - Tina, Carrie, and Elizabeth are up for re-election this year. Tina has confirmed that she will run again.
- Board Retreat Check-in
 - No updates. The board discussed whether we're comfortable meeting in-person. The board was open to meeting in person for the April meeting. It was decided that a poll will be sent out a week before the meeting to see how the numbers look and how people feel at that time.
 - Carrie asked about tech needs for the retreat, and Cat said she will check with Darnell about it.

6. Assignments

- EL6: Rio
- G8: Kerry
- Nom Com will meet and report next month
- Cat check-in with Darnell about tech needs

- Larissa will poll the board about the in-person meeting
- Sue and Norm will provide RFP feedback

7. Takeaways

- Zea: We are working on what feels like a more inclusive and collaborative GMT Compensation plan, though we need to figure out the details. But it feels very co-op to be doing that.
- Kate: It's very impressive and exciting that Sue has such a cool position on the NFCA.
- Elizabeth: Well said, Zea. It's a hard process and I think we're all working really well.
- Debbie: I think that the co-op is in a very good financial position and we're investing money in improvements in our rather old building to make the shopping experience better for everybody.
- Sam: I'm interested in learning more about the Slash-Your-Trash Challenge, and I want to support more bulk purchases.
- Rio: I would encourage members to participate in the meeting and get it first hand.
- Tina: I'm still really excited about the percentage of local products in all the departments, and throughout the store.
- Cat: I was super impressed to hear that Ukraine has so many co-ops and hearing Sam's comment about all the co-ops in Puerto Rico. I think co-ops are powerful, and a better looking solution to a lot of things.
- Carrie: I appreciated the context around profitability at the store and the store level updates.
- Pamela: The whole discussion about co-ops and democracy and the many different types of co-ops was a great one. The co-op world is a complex one.
- Kerry: I was interested to hear that we're doing capital improvements. I also loved seeing Carrie's mini-me!
- Sue: As always, I'm grateful for the support of the board. I've been a co-op person since I was a kid, and it's great to be part of this world.

8. General Session Adjourned 8:05pm