



APPROVED MINUTES

Upper Valley Food Co-op | Board of Directors Minutes

March 23rd, 2021, 6pm | Videocall via ZOOM

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

Directors present: Kerry Rosenthal, Cat Buxton, Zea Luce, Carrie Kocik, Johanna Mirenda, Sam Cronin, Rio Pires, Tina Barney, Elizabeth Feinberg, Debbie Diegoli,

Directors absent: Kye Cochran

GMT present: Norm McMullen, Sue Miller

Members present: none

Facilitator: Kerry Rosenthal

Recorder: Elizabeth Feinberg

PROCEEDINGS

Open meeting begins at 6:05 pm. Called to order by Kerry Rosenthal.

1. Agenda & Announcements

- Reading of the Ends Debbie read the Ends
- Board Emails: None
- Member Comments: None needed as no members attended
- Agenda Amendments: Cat added EL2 from February for approval
- Announcements:
- Board Connection: The board and GMT took ten minutes for everyone to check-in about how they're doing personally. In person, the board is able to socialize and connect before and after the meeting.

2. Meeting Minutes

- February Meeting Minutes
 - Change: Cat was happy to not have to always facilitate meetings
 - **Approved by CONSENSUS**

3. New Business from the GMT

- All good news! Four new folks have been hired in various departments. Vital Communities discussion regarding grant for how Organic contributes in a positive way to climate change
- Income Statement Cat questioned operating expenses, she noticed a large range above and below budget and wanted clarification. Overall we are doing better than we expected. Entire PPP loan has been forgiven, in addition those funds will not be taxable. Grant money from the state remains taxable.
- Bags for bulk: Cat asked when we can bring our own bags for bulk. Sue & Norm are working on protocols to keep everyone safe and allow customers to use their own containers.

4. Policy Governance

- Policy: EL10
 - The Board reviewed and discussed the policy. Tina monitored the policy for us. According to the policy we are in compliance.
 - Comments: Tina is really excited that Sue is representing us with NFCA. Tina questioned some of the 'neighboring' policy and a discussion ensued regarding those policies. Tina questioned whether there is a central list of 'Coops' that we could be getting product from that perhaps we are not

already utilizing. A list of Coops that are part of NGC is on the back of the monthly sales flyer.

- **Approved by CONSENSUS**
- Policy: EL2 Staff Treatment
 - The Board reviewed and discussed the policy. This was monitored last month. We questioned whether there were redundancies that needed to be addressed.
 - Comments: Cat read through and felt the policy was well monitored and had no issues. We could possibly make the policy easier to monitor.
- **Approved by CONSENSUS**

5. New Business for the Board

- Recruitment Check in
 - Discussion Debbie reminded us that soon we will need to work on this again. Zea did a great deal of work last year so hopefully it will be minor work. Kye, Cat, Jo and Sam are up for reelection this year. In the future months we can start thinking about recruitment as best we can.
- Officers for the next year
 - Individual discussions ensued this past month and we are feeling comfortable. Soon we will be able to discuss the upcoming ideas. There was discussion regarding on-boarding, recruitment and better training for officer positions for the on-going future.
- Board Retreat / D/E/I is the topic
- First Retreat is led by Debbie and Cat will send out a link for the Zoom meeting
 - Debbie sent out a packet with assignments for the DEI retreat. Retreat will be led by Debbie based on assignments.
First Zoom Board Retreat is Tuesday, March 30, 6:00 – 7:30 pm
 - Rio asked for and received an 'attendance exemption' after discussion ensued

6. Assignments

- Next month's Policy: EL6 Budgeting / Carrie Kocik
- Next month's Policy: G8 Neighboring Coops/ Zea Luce
- Task: Begin Board Budget Process / Finance Committee / Will consider building in training dollars/CCMA/
- Review Bylaws / Cat
- CCMA Conference
- January: Review EL2 for changes and elimination of redundancy

7. Takeaways

- Kerry: I am amazed at how well we are doing financially and grateful for the GMT
- Tina: Looking forward to more normalcy in shopping at the store
- Rio: Seconded what Debbie says ...
- Debbie: I appreciate everything board members do and Elizabeth attempting to fill Larissa's BIG shoes
- Zea: Appreciated recap of Coops cooperating together
- Jo: Thanks to Elizabeth for work as Clerk and looking forward to retreat next week.
- Carrie: Happy to hear there are officer situation is moving forward
- Cat: Likes working with all of us
- Sam: Looking forward to warm days and meeting outside
- Norm: Happy to hear about new officers on the board
- Sue: Happy for this board and this group of people

8. General Session Adjourned 7:44 pm