



APPROVED MINUTES

Upper Valley Food Co-op | Board of Directors Minutes

August 22nd, 2023, 6pm | Hybrid

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

Directors present: Tina Barney, Kate Rohdenburg, Debbie Diegoli, Chris Sneddon, Kerry Rosenthal, Zea Luce, Sam Sukumar, Pamela Perkins

Directors absent: Rio Pires

GM present: Darrion Whalen

Members present: Max Wunderlich, Beth Koury

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

- The board did a quick introduction for Max and Beth's benefit.
- Reading of the Ends
- Board Emails: none
- Member Comments: none
- Agenda Amendment: Mascoma Bank needs the board to approve changes in who can have access to funds.
- Announcements: Bobbijo has withdrawn her board application.

2. Meeting Minutes

- July Meeting Minutes
 - Change: typo
 - **Approved by CONSENSUS**

3. New Business from the GM

- Numbers
 - Basket averages are down, probably because there's been a lot of sales in the deli, which pulls down the basket averages.
- Staff
 - Reviews are up-to-date for all staff members.
 - Hiring will be in full swing in the fall. Our current grocery manager, Barb Emery, will be retiring in October. Darrion is planning to re-organize the management in grocery. Adam will continue as a Grocery buyer and manager.
 - We'll be hiring in the deli.
- Reorganizing Floor Space
 - Darrion has removed the Curbside packing table that was in the front of the store to open up that space.
- GM Training
 - Darrion will be attending the NCG conference in Minnesota in September, which will have a day of workshops for new GMs.

4. Policy Governance

- Ends
 - Zea led the discussion of the policy and monitoring.
 - Darrion shared some of his educational ideas in regards to the Ends Policy. He brought up EAP (Employee Assistance Program) as something he's looking into to

support the co-op staff. He also talked about re-opening the Classroom as an educational space. Wild Garden Alliance will utilize the space once a week. He'd also like to encourage the staff to volunteer in the community, with paid hours from the co-op.

- Chris was interested in seeing how other co-ops do their Ends monitoring. He thought this Ends report was very readable.

- **Approved by CONSENSUS**

- Pamela suggested change the wording of the policy from "central to" to "a hub for". Kate felt that "central to" better describes our co-op as being part of a community as opposed to separate from the community. The board decided not to change the wording.

- M4 Monitoring GM Performance

- Sam led the discussion of the policy.
- Because Darrion has just started, he will not be evaluated this September.
- Pamela asked about M4.2 and the use of the phrase "reasonable interpretation" with "clearly articulated interpretation".
- The board discussed the idea to create M4.7 to outline the RFP process. Kate brought up that it's still a new process and we don't necessarily want to jump into putting it in policy.

- **Approved by CONSENSUS**

5. New Business for the Board

- Annual Meeting Check-in

- Larissa presented an outline for the Annual Meeting on a Sunday, either October 1st or 8th. The board liked the idea of doing an intimate potluck outside the co-op, with goodie bags instead of raffles.
- Sam asked about access to restrooms if the store is closed. Darrion said that we could find a way to make sure people can use the bathroom.

- Bank Signature Form

- The board approved the signature form, which allows Sunshine Sargent, Norman McMullen, Adam Gordon, and Darrion Whalen to access funds.

- GM Search Summary Report draft

- There was a confusion with the edits. Tina will compile the edits and create a final version. The board approved the summary report without needing to see the final version.

- DEI Commitment

- Tina led a discussion of the board's commitment to diversity, equity, and inclusion, and to not just include a commitment in policy but to act on that commitment.
- Jarvis Green of JAG productions has shared a personal commitment letter:
- <https://docs.google.com/document/d/1KUMzVw9M9CtDEvwWT7DiNTCaEa071m-r1svV1nD69w-Y/edit>
- Zea suggested making sure that our Common Cents program supports organizations led by diverse communities and individuals.

- Board Goals draft

- Tina proposed having an educational page in the monthly meeting packets, similar to what Sue used to do. She also proposed having board members pick their top three choices from the board goals list.
- Sam suggested that the Education and Outreach Committee start meeting regularly. Kerry brought up that with a new GM, the board needs to be sure not to overreach into operations.
- Kate would like to see more recruitment over the year, and have more presence during First Fridays. Sam pointed out that co-op members can join the committee without being on the board, which is a good way to get people involved with the board.
- Chris suggested the meta goal of well-functioning committees.
- Tina suggested focusing on some of the obvious ones: supporting Darrion in his transition, increase visibility of the board to members, and reactivate our E&O Committee along with other committees.

- Discussion of Officers' Duties

- There has not been any interest in Vice President the past few years. This made Tina think perhaps we need to reconsider officers' duties. One possible change is to have rotating facilitators, so that the Board President is not facilitating every meeting. The board was generally approving of the idea of rotating facilitation, partly to get all board members comfortable leading discussions.

- Tina also heard of one co-op that had co-presidents, so maybe that's an option?

- CCMA Report

- Sam went to CCMA in person this past June. Many of the workshops she attended were about community partnerships. Her favorite one a talk called The Co-operative Promise with Sarah Monty, the Outreach and Marketing Director of XXX co-op in Michigan. What's unique about her co-op is that they have an expansive education program. It started because Sarah was a teacher and saw how teachers worked to do cross-disciplinary learning, and she thought how can we apply that at the co-op level. Their first connection was a cooking program, starting 15 years ago. These programs have increased their membership and volunteer pool, and board members are active in these programs.

- Sam suggested seeing if Sarah will do a training with our board.

- Check-ins

- Newsletter: Tina and Chris will submit articles.

6. Assignments

- EL5: Rio

- G4: Pamela

- Tina will research where to put the RFP process in policy governance

- Tina will compile the GM Search Summary Report

- E&O Committee will meet

- Larissa will clean up the formatting of the bylaws

7. General Session Adjourned 8:05pm