



APPROVED MINUTES

Upper Valley Food Co-op | Board of Directors Minutes

January 26, 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, Kye Cochran

Directors absent: none

GMT present: Sue Miller, Norm McMullen

Members present: Charlie Goldensher

Facilitator: Kerry Rosenthal

Recorder: Larissa Sharff

PROCEEDINGS

Open meeting begins at 6:00pm. Called to order by Kerry Rosenthal.

1. Agenda & Announcements

- Reading of the Ends
- Board Emails: none
- Member Comments: none
- Agenda Amendment:
- Announcements: Next month, we start thinking about the slate of officers for the board. Someone will need to step up and take on the role of President for next year.
- 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

- December Meeting Minutes
 - Change: minor typos
 - **Approved by CONSENSUS**

3. New Business from the GMT

- New Employees
 - We've hired three new people, which is great! Sunshine is still looking for someone to join the HBC team.
- Vermont Economic Recovery Grant
 - Norm applied for a third round of grant money, not necessarily expecting it to get approved. He got a notice in late December that he thought was for a previous round of grant money, but it turned out we got another \$150,000 in grant money from the State. This will show up in next month's financial report.
 - We have been able to file our tax returns for last year. Right now, Norm is expecting to have to pay taxes on that grant money. We will not have to pay taxes on the Pay-check Protection Program Loan that we received last year.
- New Website
 - Larissa's new website is live! Go check it out! It is still a work in progress, so let us know if you have any feedback. Sue will be keeping it updated while Larissa is on maternity leave.
- Vital Communities Collaboration
 - The store is going to be part of a pilot program, created in collaboration with NOFA, to help farmers communicate to customers.

4. Policy Governance

- M&M1 Unity of Control:
 - The Board reviewed and discussed the policy.
 - **Approved by CONSENSUS**
- EL4 Membership:
 - The Board reviewed and discussed the policy and monitoring.
 - Rio proposed a number of wording changes to the policy. He will submit these changes for approval next month.
 - **Approved by CONSENSUS**

5. New Business for the Board

- Board Retreat Report
 - Cat, Jo, and Debbie met to discuss the board retreat. They thought it would be good to schedule a series of 90-minute retreats following a formula, with required reading and a deep question. They've thought of topics for the first three, with hopefully more after.
 - 1st: Foundational 101, about the roots of the co-op and board function.
 - 2nd: Good Justice, concerning food access and land access.
 - 3rd: Everyone Welcome at UVFC, about anti-racism and inclusion.
 - A poll will be sent out to decide on times and schedule these retreats.
- Scheduling Board Training
 - Last month the board received a financial training from Norm.
 - It was agreed that the three mini-retreats will qualify as trainings.

6. Assignments

- G&G1: Debbie
- EL2: Cat
- EL3: Jo
- Rio: Proposed changes for EL4
- Cat: Send out poll for scheduling Board Retreats
- Sue: Check NFC for self-assessment tools
- Larissa: Look into goals history

7. Takeaways

- Kye: I'm pleased to see everybody so healthy. And I'm pleased with how carefully these retreats are being set up.
- Cat: This was a short meeting, but a good one. It feels good to be back with the board.
- Rio: My gratitude goes to all of you, especially Norm and Sue, for the work they have done and will do. I'm also looking forward to the retreat.
- Sue: I'm always grateful for the connections that we all have and the ability to speak and be heard and listen.
- Norm: I just want to give another shout out to Larissa for our amazing website.
- Debbie: I want to thank Norm for getting the grants and PPP loans. I know it was a lot of paperwork and follow-up, so thank you for that work.
- Elizabeth: The co-op continues to be in excellent hands and it's exciting to listen about.
- Carrie: I'm looking forward to the retreat sessions, and I'm really proud of this group for taking charge and not letting our training slip because of the pandemic.
- Sam: It's so nice to see that our co-op is supporting young families.
- Tina: I appreciate Norm being so humble about the second grant from the State.
- Zea: I'm glad to hear that the revenue the last couple months has been higher than projected.
- Jo: Great meeting, amazing news on the grant. I also want to recognize the leadership opportunity that is being presented for board members to step into new roles.
- Kerry: It actually amazed me that in the financial report we're only 19.5% below what we were last year.

8. General Session Adjourned 8:05pm