



APPROVED MINUTES

Upper Valley Food Co-op | Board of Directors Minutes
October 27, 2020, 6pm | Videocall via ZOOM
193 North Main Street | White River Junction, VT 05001+

Directors present: Kerry Rosenthal, Cat Buxton, Debbie Diegoli, Elizabeth Feinberg, Zea Luce, Kye Cochran, Carrie Kocik, Johanna Miranda, Sam Cronin (partial attendance)

Directors absent: Rio Pires, Tina Barney

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: Zea asked for time to do a quick check in about the Board Roster, as well as an Annual Meeting de-brief.
- Announcements: none
- 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

- September Meeting Minutes
 - Change: none
 - **Approved by CONSENSUS**
- Annual Meeting Minutes
 - Change: none
 - **Approved by CONSENSUS**
- Executive Session Minutes
 - Change: none
 - **Approved by CONSENSUS**

3. New Business from the GMT

- Financials
 - Norm informed the board that the State has made additional funds available, through the Federal CARES Relief Act. In September, the store received another \$100,000 as a grant. It may or may not be taxable. We qualified because our May sales were less than half of our May sales of the previous year. Next month's financial report will reflect that additional money.
 - There's also a hazard pay grant that opens tomorrow. The money would go directly to the employees that were working in March, April, and May of 2020.
- Holiday Sales
 - Norm noticed that the past few days have been especially busy. He's hopeful that this is a trend and the sales will pick up.
 - We got blasted in the Spring when we brought in a bunch of Easter stuff and then had to close the store and lost those impulse buys.

- Barb and Sunshine are planning to put out our holiday products earlier than usual. Customers are shopping earlier this year because no one knows how things are going to look as we head into the winter.

4. Policy Governance

- E Ends:
 - Sue gave a brief introduction to the policy, commenting on the effects of the pandemic. The Board reviewed and discussed the policy and monitoring.
 - While the board has generally asked for improvement in Education and Outreach, Jo acknowledged that we're in the middle of a pandemic and there are more important areas for our resources and energy to be spent. Sue responded by saying that this new situation has changed her perspective on the purpose of Education and Outreach, and she will continue to think about this department moving forward. The board briefly discussed thoughts on E&O in this pandemic.
 - Cat is glad that our Ends Policy holds up during a pandemic.
 - **Approved by CONSENSUS**
- M2 Accountability of the GM:
 - The Board reviewed and discussed the policy and monitoring.
 - Cat asked if Norm or Sue want any professional development support. Norm brought up that they both get support through NCG. Sue shared that NCG is doing a great job around virtual education and connection between GMs.
 - **Approved by CONSENSUS**
- G4 President's Role:
 - The Board reviewed and discussed the policy and monitoring.
 - **Approved by CONSENSUS**

5. New Business for the Board

- Annual Meeting Debrief
 - This was the co-op's first virtual Annual Meeting! Cat said that it was impressive and it felt very stream-lined. Cat asked if we want to elicit a board appointment to fill the empty seat left by Sarah. The board feels this isn't necessary.
 - The board asked about the online voting, and Sue said that yes, it would be worth doing again. It's a bit pricey, but it's efficient and valuable.
- Board Self-Evaluation Survey
 - Only four people responded to the survey. It's been a weird year, trying to keep up with the store and this pandemic.
 - At some point, we had a plan to work on diversity, equity, and inclusion. We had retreats planned with Darnell. Debbie brought up the idea of webinars or other virtual workshops, but not trying to plan any kind of big education. Cat offered to share a number of webinars the board might benefit from watching. The board also likes the idea of doing a financial education session with Norm.
 - Given the current situation, the board will do webinars and other small education sessions.
 - Sue wants to post some local webinars (such as the 2020 Soil Series) onto the store website to share with the membership.

6. Assignments

- G3: Rio
- M4: Debbie
- EL5: Cat
- EL&EL1: Elizabeth
- Kerry will email Norm about a financial seminar
- Cat, and anyone else, will send out recommended webinars

7. Takeaways

- Cat: I am impressed with the adaptability of our staff and board. The willingness to embrace digital technology.

- Elizabeth: I'm curious now about Cat's videos that will give us something to think about.
- Zea: I feel like we're in a strong place.
- Carrie: I feel like there's better energy, we seem to be feeling more positive. Or maybe that's just me, because I got out of the house today. I'm also impressed with Norm for being proactive about the grants.
- Kye: I'm glad the co-op is still hanging in there and it still feels great.
- Sue: I'm super grateful that this is the board I get to work with.
- Kerry: I feel like this was really positive, and we're in a good place.
- Debbie: Having the Ends Report, along with having Cat back, is what made the meeting so positive. Considering all we've been through, we're in great financial condition and the report was well-done.

8. General Session Adjourned 7:55pm