



APPROVED MINUTES

Upper Valley Food Co-op | Board of Directors Minutes

June 22, 2021, 6pm | Videocall via ZOOM

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

Directors present: Cat Buxton, Zea Luce, Carrie Kocik, Johanna Mirenda, Sam Cronin, Rio Pires, Tina Barney, Debbie Diegoli, Kye Cochran

Directors absent: Kerry Rosenthal, Elizabeth Feinberg

GMT present: Sue Miller, Norm McMullen

Members present: none

Facilitator: Debbie Diegoli

Recorder: Larissa Sharff

PROCEEDINGS

Open meeting begins at 6:02pm. Called to order by Debbie Diegoli.

1. Agenda & Announcements

- Reading of the Ends
- Board Emails: none
- Member Comments: none
- Agenda Amendment: Nom Com will be done earlier in the meeting. Retreat update (July) will be replaced with post-retreat discussion (May).
- 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

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

3. New Business from the GMT

- Protocols
 - We are no longer requiring masks, and we're no longer counting customers. We're expanding our hours, but we don't have the staff to open on Sundays yet.
- E&O
 - Larissa is back!
 - E&O will be taking on big projects moving forward, particularly the bulletin board.
 - Sue and Larissa have talked about changing the name of E&O to Marketing, Education, and Outreach.
- Building loan
 - In June we paid off the remainder of our building loan. We now entirely own it. This payment was approved by the executive committee. At this point we have no money borrowed.
- Store Budget
 - On the second line of the budget, the years should be 2021 and 2022.
 - The budget presented is based on May, but Norm is hoping June numbers will affect the projected budget.
 - Cat asked about the line "Patronage Dividends". Mostly that money comes from our membership with NCG.
 - Sue and Norm will discuss the line item of E&O, and how it will change if the department is changed to *Marketing*, Education, and Outreach.

4. Policy Governance

- EL&EL1 Customer Service:
 - The Board reviewed and discussed the policy and monitoring.
 - Comments: None
 - **Approved by CONSENSUS**

5. New Business for the Board

- Harvest Celebration Planning
 - Cat reminded everyone that the board usually collects raffle items for the Harvest Celebration.
 - Sue said that she is reserving the Bugbee Center in the hopes that the event will be able to be held in-person, but that decision can be made at a later date.
 - The board hesitantly approved the date of October 23rd. We'll check with the absent board members before officially approving the date. The board will let Sue know as soon as the date is confirmed.
 - Reminder to those running for re-election that a bio and photo will be needed.
- Nominating Committee
 - The Nom Com asked Kye and Jo, who are both leaving the board this year, to each make a quick video about what it's like to be on the board.
 - Reminder to reach out to anyone who might be interested in joining the board. If someone is interested but can't commit, ask if they know anyone else who might be interested.
- CCMA Report
 - Debbie attended one break-out discussion, and watched others after the fact. It was good, but she doesn't have much to report back about. There was a lot of emphasis on ecommerce, and the view that it's labor intensive and not cost-effective, but customers have come to expect it and co-ops need to make it work.
 - Tina's favorite quote: "Culture eats strategy for breakfast." If the culture of your members and store doesn't support your strategy, it's not going to work.
 - Sue was also struck by the comment about culture versus strategy. One of the challenges with Columinate or NCG is the idea of one-size fits all. She was distressed by a Columinate presenter that brought up a General Manager in a negative example, and she's writing up a letter to voice her disapproval.
- Consulting Contract
 - Michael Healy agreed to 15 hours. There won't be a monthly call, since people are busy. Instead it will be on an as-needed basis. Tina is starting to join those calls. Norm said it's already paid for.
- Board Self-Evaluation
 - Tina was charged with creating a self-evaluation that could be done in 20 minutes and was more relevant to our co-op specifically. Tina will send her draft out to the board for members to review and comment.
- Post-retreat Discussion
 - Cat gave a shout out to Jo for leading our second retreat. Norm applauded the productivity of these internal retreats versus having an outside facilitator. Jo talked about how the ultimate goal is getting board members who reflect the diversity of our coop.
- July Meeting
 - The board unanimously approved meeting in person at the next meeting. We'll be able to get food!

6. Assignments

- G6: Cat
- All: Review Tina's self-evaluation survey
- All: Recruit board candidates!

7. Takeaways

- Sue: I'm most grateful that Larissa's back. I'm also happy that the co-op is strong.

- Tina: I'm delighted that the mortgage is paid off and we'll get to meet in person next month.
- Jo: We paid off the mortgage!
- Norm: I'm also thrilled that we paid off the loan. To clarify, Sue is excited about Larissa coming back to E&O, it wasn't a slight to Elizabeth's hard work.
- Rio: I second the excitement of the mortgage being paid off.
- Debbie: Of course I agree about the mortgage. The fact that we truly own the building with no debt attached is really exciting. I'm also impressed at the different things we've talked about and how we're able to use all that information and adapt it to our co-op.
- Cat: A proud time for our co-op, and all those board members who stood up to buy the building years ago.
- Kye: A saying referring to membership and the fact that they own their co-op: "We own it." And now we really do.
- Sam: I'm grateful for the opportunity to do CCMA.
- Carrie: I was reflecting on the board recruitment and the Nom Com and what a talented group we have and what a nice board it is to be a part of.

8. General Session Adjourned 7:45pm