



# APPROVED MINUTES

## Upper Valley Food Co-op | Board of Directors Minutes

### August 27th, 2024, 6pm | Hybrid

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

**Directors present:** Tina Barney, Kate Rohdenburg, Kerry Rosenthal, Rio Pires, Sam Sukumar, Zea Luce

**Directors absent:** Chris Sneddon, Pamela Perkins

**GM present:** Darrion Whalen

**Members present:** none

**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

- Check-ins, Introductions, and Reading of the Ends
- Board Emails: one asking about joining the board, but they aren't immediately available
- Member Comments: none
- Agenda Amendment: GM Evaluation will be moved to the end of the meeting
- Announcements: none

### 2. Meeting Minutes

- July Meeting Minutes
  - Change: Zea was in attendance.
  - **Approved by CONSENSUS**

### 3. New Business from the GM

- Deli
  - We're now offering breakfast sandwiches in the deli. We've gotten good feedback on them.
  - Deli will be increasing prices soon. King Arthur Bread has increased their prices, so it's time to increase our deli prices.
- Experience Containers
  - Kye is leading the Ex-Con program, putting out experienced containers for people to use for bulk.
- Sunday Hours
  - We've had three consecutive Sundays opening at 9am and seems to be getting decent traffic. It also seems to be boosting the daily sales for Sundays, though perhaps that's a coincidence.
- New Staff
  - We've hired two new front end people.
- Strafford Organic Creamer
  - Slow down in Strafford milk production, so we're bringing in more McNamara.
- NCG Rep
  - Brandon, our new NCG regional rep, visited the store for the first time. NCG is sending Darrion to Salem, MA, for a one-day conference with other smaller co-op GMs.
- Financials
  - Zea asked how Darrion is feeling about the financials. He said he's super excited about the dramatic shift from last, but also a little nervous about if it will continue.

#### **4. Policy Governance**

- E Ends
  - Zea led the discussion of the policy.
  - Darrion commented that Brandon on NCG mentioned that a lot of co-ops stopped monitoring their Ends.
  - Zea noted Darrion's commented about the bumpy transition when he came on as GM, and asked what the board could have done to help that transition. Darrion didn't feel that board should have done anything differently, it was just the situation that it was.
  - Rio asked how we define an active member, and how we would return their investment if the co-op were to shut down.
- **Approved by CONSENSUS**
- M4 Monitoring GM Performance
  - Tina led the discussion of the policy.
  - Tina asked about the prescribed timing of the GM evaluation process, if there would be better timing for that process. The board agreed that this should be looked into.
- **Approved by CONSENSUS**

#### **5. New Business for the Board**

- Annual Meeting Check-in
  - Pamela and Zea are unsure if they can make it. Everyone else present will be there.
  - The Bugbee Center is booked, so we'll plan on the classroom as our rainday location.
- Policy Suggestions re: Attendance
  - Folks had asked to consolidate attendance requirements throughout our board documents. Kate has put together suggested edits to G5 Code of Conduct and the board Code of Conduct agreement. She is proposing G5.6 to give specific requirements and actions regarding board attendance.
  - Tina pointed out that since our term year changes in October, it doesn't make sense to judge attendance by the calendar year. The board agreed to count attendance by term year.
  - Larissa asked if retreats and the annual meeting affect attendance. A discussion was had regarding whether the Annual Meeting is a regularly scheduled meeting.
  - The board got into a wording discussion of the proposed G5.6, and decided to continue this conversation via email.
- Board Self-evaluation
  - At the end of last year's survey, there was a question regarding thoughts on changes to the survey, and no one had any strong feelings about changing it.
  - Tina proposed adding the question; is there anything else you think should be on here.
  - Tina offered to lead the discussion once the surveys are complete.
- Check-ins
  - Larissa asked for a newsletter article. Tina will do a bit on nighthawks.

#### **6. Assignments**

- G4: Chris
- EL5: Kerry

#### **7. General Session Adjourned 7:55pm**