

**Plainfield Co-op Board Agenda**  
**April 18, 2017**  
**6:00 pm at the Community Center**

Board members elect present: Alicia White, Pete Coleman

Regrets: Board member elect Chris Jackson

Board members present: Gail Falk, Bob Fancher, Jean Hamilton, Sarah Phillips, Joseph Gainza, Giordano Checchi

Links: Chloe, Nancy

### **Introductions**

Current board members introduced themselves, and talked about respective offices and committees. Links introduced themselves and gave a brief description of the role of links.

Pete and Alicia introduced themselves to the Board.

Joseph shared a flyer for the documentary film "Food for Change" which discusses food co-ops. The film is a part of the Co-op film series and will be shown at the Community Center on 4/27 at 7pm. We discussed marketing for the event; **Joseph** will reach out to Karen to create an event on the Co-op's facebook page and invite neighboring co-ops.

### **Reflections on Annual Meeting**

Attendance was very high, and there was a general positive energy and sense of unity at the meeting. There were about 46 people in attendance. There was agreement that the event was scheduled and promoted well this year. The first Sunday in April seems to be a good date, although there are issues related to COPOS and expiring memberships that need to be addressed. The issue of store signage was an "aha" moment for some. **Action:** store signage is an issue that the MC will look into.

**Action:** Each committee and the MC should review the annual meeting minutes to review comments and ideas shared by members that may be in their purview. The MC has already taken action and started work on some of the ideas shared by the membership at the annual meeting.

There was some discussion on the new committees established by the Strategic Plan. In particular, the Food Insecurity committee has not yet convened. There was some conversation about tracking strategic plan progress, and that committees implementing the Strategic Plan are convened by the MC and report to the MC, but can be chaired by any member. **Action:** The Board has asked that the MC provide a timeline for convening the Food Insecurity Committee at the next meeting. **Next Meeting:** The Board will discuss how to track progress on the Strategic Plan at the next meeting.



## Committee Updates

Newsletter Committee - E-sales flyer update: The e-newsletter will return very soon! Thanks Bob & team! May 15<sup>th</sup> is the (suggested) deadline for the newsletter – **New board members** are asked to expand on their bios and send along photos to **Joseph** (who will share with Bob for the website and Giordano for the entryway poster). **Gail** will provide a short president's report to summarize the annual meeting; the new president can provide a short piece as well. **Sarah** will provide a short article on the building feasibility presentation from the annual meeting. **Joseph** is reaching out to other folks for their reports.

Building Committee – The MC has asked whether staff time can be billed to the Capital fund. The capital fund (restricted member equity fund) is used for projects that meet criteria already determined by the Board. The capital fund can be used for skilled staff labor on projects that meet this capital criteria. There was some discussion of where this policy/protocol exists outside of Board

Treasurer – There was a member equity refund request. This requires board approval. **Decision:** The Board approved a member equity refund request for Faeteri Silver. **Action:** The MC will issue a refund.

## Link Report

Nancy shared an update from Jeanine on the financial. Quarter 1 showed strong positive net income, after a budgeted loss for Quarter 1. There are still issues with getting current with bills; as much of net income is not cash on hand. The MC is working with bookkeeper to better report on late payments. **Bob** will follow up with the bookkeeper to get financial statements and will forward to the board.

## Transition

*Date and time of meeting going forward.*

**Decision:** The Board has decided to change regular Board meetings to the 4<sup>th</sup> Monday of the month

*Training for new (and old) board members*

Jean provided an overview of the board orientation/training documents and agenda recommendations for new Board members to meet with the Board President and with the MC. **Action:** MC will reach out to new members to set up meetings with an MC member.

There was some discussion on how to provide Policy Governance Training to the Board (and MC) – perhaps using 30 minutes (instead of a “strategic conversation”) at a Board meeting in place of a board retreat. Folks liked this idea. MC members would be invited. **Action:** Gail will work with Jean on developing a possible policy governance calendar/training for board meetings.

### *Officers and Committee representatives*

Liaisons for committees – This is not required for every committee, but helpful. *building*: Pete (Bob will introduce Pete to the chair, Allen), *newsletter*: TBD, *marketing & outreach*: Jean, *expansion finance*: Sarah, Bob, Jean; *food insecurity*: TBD, *membership*.

There was some discussion about who might step into the role of President, and it was encouraged that anyone considering this position reach out to Gail to learn more about the work and responsibilities. Giordano said that he is willing to be Vice President again; and Bob is willing to be Treasurer again. Election of officers will be at the next Board meeting.

### *Impact of proposed Grocery on Route 2*

There was some discussion about the proposal for the green house to be a farm-to-table restaurant with an expanded farm stand. Some folks were able to attend the hearing. There was discussion of concerns and opportunities with a new food business in town. The proprietor is a member of the Plainfield Co-op and willing to meet with the Co-op board.

### *Transition thoughts from Gail and Joseph*

Advice from Gail: get out and see other Co-ops! Particularly small Co-ops/Groceries – Hardwick, Northfield Falls. Think about opportunities to visit and sit in on other Co-op boards. It would be helpful to have an internal/shared site/drive. Consider putting the ends reports on the website for members to review. The meeting chair can be rotated.

Advice from Joseph: Going to visit other Co-ops and sharing ideas is great for the Co-op; don't forget that the Co-op is more than a store, and all Co-ops can benefit from each other – learning about uniquely co-op issues, opportunities and challenges in how to be a co-op and be part of the larger co-op movement. Continue to think about how we promote the Co-op as “more than a store” with the staff, MC, customers, board, etc. The Management Collective works well because we have good people on the MC; there remain ongoing questions that the Board should consider (with the MC) about the role of Board in hiring and evaluating the Management Collective.

## **Board Monitoring - End 5. Awareness of quality and source of food**

**Postponed** to the next Board meeting.

**Consent Agenda:** March minutes  
Annual Meeting minutes – **Sarah** will resend with minor correction.

**Decision:** The March and Annual Meeting minutes were approved.

## **Board Monitoring**

C3 Agenda planning  
Postponed to the next Board meeting.

### **Executive Session for Evaluation of MC**

Executive Session was entered at 8:08 and the Links left. 8:50 Executive Session ended. Gail will draft the cover letter for the summary of the board monitoring and all members will review.

#### Future meeting topics

- Monitoring of End 5 and C3
- Definition of Political activity (Joseph and Gail)
- Board Training
- Selection of officers
- How to move forward on Strategic Plan/track progress
- Better format for Board Monitoring
- Plan MC Listening session

#### Board Packet:

- March Board minutes
- Annual meeting minutes
- End 5 Monitoring report
- MC April minutes
- Summary of Monitoring Reports