



**Morrisville Food Co-op Board Meeting
December 15, 2021 5:00-7:00 p.m.**

Approved Minutes

Present: Don, Scott, Jack, Cari, Beth, Dani, Susan

Absent: Kelley

Guests: Dave Carter

Meeting called to order at 5:03.

1. Member Comments & Concerns

There are no members present.

2. Approve meeting minutes

Larry Motions, Jack seconds. To approve minutes from the Board meeting with Susan's edits.

1. Accept Jack's resignation from appointed seat

Jack resigns from the board. Scott motions, Susan seconded. All in favor. The board has accepted this resignation.

3. Reports

a. Nominating Committee - Board Candidates (Larry, Helene Nilsen, Dave Carter)

Helene Nilsen is unable to serve on the board at this time. She would be interested in possibly serving on the Personnel Committee with Kelley. **Larry will connect Helene Nilsen & Kelley.**

Board introduces themselves to Dave Carter.

b. Financials - **See 2 separate November Financial attachments**

Beth compares Budget compared to Actual. There is not much deviation between them at this time. The deviation is expected to increase.

Sales are increasing.

We have negative equity at this time. But we had a modest profit in November.

Holiday Gift will be as budgeted and distributed as cash in a card.

c. Status of store operations; IT update

Amrita and Erik hired an additional staff member to help out in the Store for 24 hours per week. MJ and BEth have organized all the store computers, with the same systems, servers, access to printers, wi-fi etc.

d. Meetings

- i. Lane Fury at Account Manager CFNE (Community Fund of New England)(Beth) and the account must be used for special projects
- ii. Kari Bradley at Hunger Mountain Co-op had reached out to touch base, explored shared management structure and ideas to avoid staff burn-out
- iii. Lynda Brushett is a retired consultant with American Charge of Association of Co-ops. The board agreed to keep Lynda in the loop and to continue consulting with her.

4. Proposed Committee Assignments

- a. Executive / Finance - Don, Beth, Susan - coordinate, work w/ store leadership, monitor finances & financial health of Co-op
- b. Nominating - Larry, Scott - fill vacant seat, invite other candidates to serve on committees (queue for later)
- c. Personnel - Kelley, Dani, Don - ensure implementation of Employee Handbook, performance reviews of team leaders, staff liaison
- d. Member Loan - Susan, Beth, Larry, Nancy - plan, approach to YR5 lenders, continue
- e. Fundraising - MJ, Cari, Dani, Scott - create plan & timeline, help from board & volunteers

Each committee should meet before January meeting and report out their intentions, tasks, goals

Cari will organize the Fundraising Committee to meet before January. Larry will reach out to members to see if anyone wants to volunteer to be on that committee.

For all committees: Identify chairs & members, affirm charge & goals for this year, set meeting patterns

5. Vote_ Member Request for Return of Equity

- a. Bylaws guidance 2.8 & 2.9

Scott motions that we contact member and tell them that we cannot return their money at this time.
Susan seconds, all in favor.

6. Confirm - Board Meeting Schedule

5-7 p.m. on the third Wednesday of the Month.

7. Discussion - Board Retreat

Proposal for Board Retreat. Don has reached capacity in involvement and might want to delay or cancel the retreat. Lynda agreed on delay for board retreat. Larry proposes retreat in summer months to prepare for annual meeting. Agreed.

8. Executive Session - Personnel

Don motions, Susan seconds, all in favor. The board enters executive session at 6:13pm.

Larry motions to leave executive session, Susan seconds. All in favor. The board exits executive session at 6:56.

1. Personnel

Cari motions to promote Eric & Amrita to serve as co-managers, The Executive committee will support them as co-managers, Don will draft a letter informing the staff. The Executive committee and the co-managers will draft an employment agreement. Beth seconds. All in favor.

1. Adjournment

Susan motions, Don seconds. All in favor. The meeting is adjourned at 6:57.

Other Items

- **December / January update to members - Executive/Finance Committee to work on**
- **Marketing Director Job Description - Cari was tasked with - completed and shared with board**