



## APPROVED MINUTES

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

**May 26th, 2020, 6pm | Videocall via ZOOM**

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

**Directors present:** Debbie Diegoli, Cat Buxton, Kerry Rosenthal, Elizabeth Feinberg, Johanna Mirenda, Carrie Kocik, Tina Barney, Zea Luce, Rio Pires, Kye Cochran

**Directors absent:** Sam Cronin, Sarah Wood

**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: A few emails were reported. Nothing noteworthy.
- Member Comments: Charlie read a statement about his concern for the financial status of the co-op and the importance of the co-op as a resource to the upper valley community.
- Agenda Amendment: none
- Announcements: None

#### 2. Meeting Minutes

- April Meeting Minutes
  - Change: none
  - **Approved by CONSENSUS**

#### 3. New Business from the GMT

- Financials
  - Norm included the financial statements for the past three months (February, March, April). The month of March was big because of the heavy traffic in the store before the doors closed. April was exclusively curbside and saw a large financial loss. May has also been entirely curbside and will see a similar loss. Curbside is not a sustainable system for our store.
  - The board said a huge thank you to Norm for pulling these numbers together.
- Re-opening
  - The board asked when the store will be re-opening to the public. The GMT has been talking about re-opening in mid- to late-June. There's a lot to do in terms of setting up safety precautions like plexiglass at the registers, one-way aisles, etc. If we tried to continue to do curbside, the financial losses would mean needing to lay people off. So we're trying very hard to re-open so we can avoid that.
  - One downside to re-opening is that we will struggle to continue curbside pick-up once the staff returns to their regular work. We don't have the staff to man the store and also do personal shopping.
  - It was asked how the re-opening discussion works. Is the state a part of that conversation? Because we're a grocery store, the co-op was never required by the state to shut down. It's always been up to the GMT to decide the best system for keeping staff and customers safe and healthy.

- This experience with curbside ordering has made it clear that we should be looking into online ordering. Even down the road, there will always be people who will need this kind of service.
- The board unanimously supports the GMT if they decide to require the wearing of masks in order to enter the store.
- Tina brought up the idea of setting up pre-scheduled entrance into the store, with staggered times, to decrease the number of people in the store.
- Sue gave a shout out to Norm and the staff for being there and stepping up.
- Upper Valley Mutual Aid is a very active volunteer group based out of White River Junction. Cat will connect Sue with them to see about organizing volunteer personal shoppers for those in need of this service.
- Community Center and Events
  - The sew-op will not open for another year, at least. Many of the teachers are high-risk.
  - The June Anniversary Picnic is cancelled.
  - Sue is looking into holding a virtual Annual Meeting.

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

- G7 Cost of Governance:
  - The Board reviewed and discussed the policy.
  - Tina asked about the phrase “fiscal figures” in G7.2. She commented that it makes it sound like we’re cooking the books. Is there a different phrase that could be used?
- **Approved by CONSENSUS**

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

- CCMA
  - CCMA is going to be virtual this year. It’s basically five 2-hour sessions, and it’s only \$25 per person to participate. So anyone who would like to participate, just let Kerry know. Recordings of the sessions will be available to view later for people who are registered.
- Norm Com Check-in
  - Shout out to Zea for the work that she’s done for the committee.
  - If folks have people in mind, please pass the info along to them. All the information is on the website.
  - Cat and Zea have posted on some town listservs. We’ll just get the word out and see who’s interested.
- E&O Committee Check-in
  - The committee hasn’t met, for obvious reasons.
  - The soil series has been going on, to great success. The committee wasn’t really involved in this, but they’ve been keeping their eye on it. Cat reported that all the videos are posted on YouTube.

#### **6. Assignments**

- Debbie will check-in with Norm about G7.2
- All Directors keep an eye out for prospective nominees

#### **7. Takeaways**

- Rio: I loved the discussion about the opening of the store, and the safety of the staff and customers.
- Cat: I was delighted to hear that we might be re-opening and that we’re thinking about the safety of our staff and customers. I have continually growing appreciation for Sue and Norm. Also a thank you to Charlie for attending the meeting and sharing your view.

- Elizabeth: I found the discussion around opening really interesting and useful, and frustrating, because of the difficulty of decisions. I appreciate that the GMT is so conscious of their staff and everybody.
- Debbie: I echo what everyone else has said. How incredibly thoughtful Sue and Norm are in trying out and projecting different scenarios and weighing the pros and cons. It's encouraging to hear that they have a plan for re-opening.
- Jo: The co-op is doing okay for now, but will not be able to sustain this in the long-term. So we need to have discussions about the viability of this system. We couldn't be doing more important work.
- Kye: I haven't done many of these online meetings, and it's kind of amazing to be sitting out on my lounge chair and listening in on this meeting. It's a good meeting, and I'm really happy to hear that Norm and Sue are doing so well. And I'm looking forward to the co-op re-opening.
- Tina: It sort of took my breath away when Norm said one of the employees was worried about the co-op continuing. It was really sobering. I appreciate how everybody is coming up with ideas and we're very hopeful.
- Carrie: I was struck by Norm's sentiment about the co-op continuing. I haven't been taking advantage of the curbside, but now I feel like I should to support the co-op.
- Kerry: I have been considering almost constantly that the co-op might not succeed. I'm very aware of the issues of solvency in any given business. It has worried me a lot, so this meeting really felt great, to hear Norm talk about re-opening.
- Zea: As always, the co-op is being very thoughtful about how to proceed.
- Charlie: It was nice to hear more clearly about the challenges the co-op is facing. And I particularly appreciated the type of conversations happening between Sue and Norm and the board. The group dynamic here works really well.

## **8. General Session Adjourned 7:45pm**