

**Middlebury Natural Foods Cooperative
Board of Directors Meeting
August 26, 2020**

Board Members Present: Molly Anderson, Lynn Dunton, Sophie Esser Calvi, Kate Gridley, Tam Stewart, Louise Vojtisek.

Board Members Absent: Nadine Barnicle, Ilaria Brancoli Busdraghi, Erin Buckwalter, Esther Thomas, Amanda Warren (maternity leave).

Others present: Victoria DeWind (staff liaison), Glenn Lower (GM), Siobain Mitchell (Assabet Village Co-op, Maynard, MA).

Board Monitor: Louise.

Call to Order: The meeting was called to order at 6:40 pm via Zoom video.

Member-owner Business: Molly, as a member of the Middlebury Tree Committee, shared a concern about no trees in the new Co-op parking lot. These would give the benefit of shade for some cars. She also asked if the two islands in the lot could successfully support trees. Glenn said that 4 full size trees and 2 dwarf trees had been planted as required in the Town permit. As they meant a loss of 4 parking spaces he was reluctant to try to plant more. Molly agreed to check on their planting to be successful.

The Board discussed the return of college students. They supported the posting welcoming Middlebury students after their quarantine. Glenn reported that there had been students in the store and he had tried to give feedback to the dean of students. Town Emergency Management postings and the College dashboard have updated information. The Board said the staff are handling the mask requirement with customers politely and effectively.

Approval of Minutes: On a motion by Sophie, seconded by Kate, the minutes of July 22, 2020 were approved as amended with all in favor.

GM Report: Voting: Glenn updated voting numbers. As of July 26th 1,213 people had voted, a record 22% of member-owners. Last year 710 people voted. People have commented on how easy it was to vote. Molly asked about the by-law vote. Glenn said it is likely many people will naturally want to check off a “yes” vote regardless of the result which means the previous language may be returned to the by-laws. Glen said he is okay with either outcome. Kate said what great news it is to have such a great response from member-owners to first time on-line voting and a first time member-owner generated petition vote showing they are involved and care about their Co-op.

Annual Meeting: Glenn said he met with Jordan Young who will facilitate the on-line Annual Meeting. All the presentations have been recorded and he feels everything has been well organized. Jordan will post an email for people to send questions if there is not enough time to answer all of them in the live Q&A.

Holidays: Glenn reported that management has started planning for the holidays and how to limit crowding in the store in the days leading up to Thanksgiving. They would like to get customers to think about stocking up ahead of time. UNFI says they will be able to fill orders at the time but NCG suggests co-ops should stock up ahead as there could be shortages.

Store: Glenn said the slow opening of the Deli has been going well and they are meeting the number goals. The great looks of the Bulk reset with gravity bins was praised by Directors. Glenn said the scoop bins are being given away to other co-ops.

Diversity, Equity and Inclusion: Glenn reported that he, Laura K. and Harley attended a workshop sponsored by the VT Businesses for Social Responsibility facilitated by Renee Wells. She has agreed to facilitate a Board retreat and her fee is \$100/hour.

The Board discussed the 6 month *Abolitionist Challenge* sponsored by Board consultant Columinate. The goal is to use monthly readings and discussion as a basis to work on eliminating white supremacy in cooperative spaces and strengthen collaboration in diversity, equity and inclusion work. Lynn attended the first meeting with about 250 others. Other directors indicated they will sign up for the remaining meetings. The Co-op will pay their fees.

The Board was very impressed with the very extensive list of postings that Emily L. has put on Co-op social media.

Kate felt she should be transparent and disclose that Harley is her son's partner. She said they do not discuss the Co-op when together.

EL 1 – Financial Condition and Activities: This report covers first quarter activity, April-June. Glenn updated the net income from \$172,864 to \$191,274.

Lynn said she had not included the postponed audit in her Annual Meeting presentation. Glenn said it was postponed until next year due to the pandemic as an audit includes being present at an in-store inventory. A review was done instead.

Lynn noted how amazingly well the Co-op is doing compared to the national numbers for co-ops. Glenn said the store is still benefitting from the expansion two years ago. It was agreed that it helps that there is no local competition and Middlebury is unlike other communities in its loyalty to the kind and professional service from staff. Sophie said it is an essential part of life.

Glenn said that sales/labor hour increased from \$125 (pre-pandemic) to \$170 (peak in March), and now is about \$145. Many co-ops have numbers that are half of those for MNFC. Being open fewer hours is a contributing factor.

The Board agreed that the reports were on time with reasonable interpretation of sufficient data and were in compliance..

BP 7 – Board Committee Principles: Tam talked about the two standing committees - Board Development and Communications – and ad hoc committees formed as needed. Molly felt it is a misnomer to call them “committees”. Kate suggested “teams” as the UU church has done whether ad hoc or standing. The point is to get done what needs to be done. Louise pointed to the advantage of an ad hoc group as it is optional participation on a specific task by those with helpful skills. As a result, more people tend to participate. All agreed it has worked well since they were set up this way. All agreed that the Board is in compliance.

Officer Elections: Kate asked the Board to consider if they want to keep the elections with the usual two-meeting process or do it all at the September meeting. Peggy Rush has offered to take nominations and organize the slate for an October vote. Tam felt the current process preserves privacy and all agreed to vote in October.

Adjournment: At 7:55 the meeting was adjourned with all voting in favor of a motion by Kate, seconded by Lynn.

Respectfully submitted by Victoria DeWind