

Rutland Area Food Coop Board of Directors Agenda
July 24, 2025
Location: RAFC board meeting room



Board Members Present:

In-Person: Jeanne Kaufman,
Theresa Haywood,
Steven Morneau,
Kathleen Wanner

Virtual: Jennifer Sanford,
Scout Edenfield,
Gisella Keller,
Justine Ligon,
Sue Priest

Board Members Absent:

Max Walker,
Kevin Gustafson,
Irene Gold

Staff Present:

General Manager: Chris Etti

Call to Order (6:04 PM)

- Meeting was called to order by Theresa.
- Jeanne was elected timekeeper.

Comments from Staff or Member-Owner Guests

- No formal comments were recorded.

Announcements

- None noted.

Clerk's Report

- Reviewed minutes from the 6/26/2025 meeting.
- Jeanne was mistakenly listed as present.
- Jeanne motioned to approve the edits, seconded by Kathleen.
- Minutes approved with correction.

Treasurer's Report

- Finance Committee met and discussed:
 - Plainfield Co-op's loan request.
 - Updates on where accountants are with taxes.
 - Sales are down year over year and fewer customers are shopping.
 - Jeanne noted that without the inventory adjustment, the Co-op would show positive net income for the fiscal year to date.
- Chris mentioned a noticeable drop in travelers shopping and also noted that families who previously spent upwards of \$300 weekly are no longer doing so. When asked by Gisella why, Chris said they're working on figuring that out. The Canadian travel boycott was discussed as a potential impact.

Committee Reports

Education & Outreach (E&O):

- Good discussion on remaining 2025 activities: Annual Meeting, National Voter Registration Day (Sept), Holiday Sip & Shop (Dec).
- Discussed tabling at the Farmers Market and recipe cards in store to promote bulk ingredient sales. The store used to have a wall of free recipe cards.
- Update on cookbook project, still lacking enough submissions. Push underway to get more recipes. Many members on the board still need to submit a recipe to Kathleen.

Strategic Planning:

- Focused on developing messaging to highlight why someone would want to become a member or board member.

Membership Committee:

- Explored framework for volunteer program, volunteer opportunities to approach Chris and Staff with when the coop is ready, coordination of the program, etc.
- Discussed lack of consistent email communication with members and feel that is a crucial part of having a strong connected membership.
 - Chris agreed, but has limited resources and is directing social media focus and other marketing focus areas, but does plan to address email communication.
- Nourishing Neighbors provided another meal to Dismas Women's house this month and was another positive experience.
- Scout is volunteering in August for Nourishing Neighbors meal with Kathleen.

Annual Meeting Committee:

- Side lawn confirmed as location; The Hub is backup.
- Discussed raffle items, signage, insurance, and communications.
- Jen suggested the backup location listed in the invitation for clarity.
- Scout volunteered to invite vendors at the Farmers Market.
 - Chris, Theresa, and Scout will work together to develop "You're Invited" card to hand out. Chris also suggested these could be handed out at the register.

Policy Governance

B5:

- Theresa motioned to accept B5 in compliance. Jeanne affirmed, all affirmed.

B6:

- Steve asked about employee benefits and whether it's realistic for 2026. Chris said it depends on increased sales. If they can increase sales, it will be more realistic.

- Theresa motioned to accept B6 in compliance. Kathleen affirmed, all affirmed.

GM Update

- Chris shared updates on discussions with the Farmers Food Center about partnering through the "Food Stop," a hangout and shopping space.
 - The FFC is doing a major campus study, and more will come from future meetings.
- Chris is moving away from Assured Inventory and would like to have the board take over inventory duties. There was interest from the board and it is not uncommon at peer sized coops. More information is needed for board commitment, but this would save the coop a considerable amount of money.
- Brandon from NCG and six other GMs visited for a walk-through. Key feedback: invest in the current space to grow sales and membership. This could set the stage for future expansion.

Old Business Reviewed

- Jeanne reviewed the board self-assessment.
- Max is resigning effective at the annual meeting due to scheduling conflicts.
- Theresa requested bios from all board members up for re-election as soon as possible with the annual meeting less than a week away.

Code of Conduct:

- Language changed to say board members will “attend all regular, special, and annual meetings as possible.” The phrase “as possible” was added to reflect realistic expectations and avoid being out of compliance.

B4 Compliance (Member Equity):

- Compliance with B4 was questioned and Theresa confirmed that we are indeed in compliance by having our required retained member equity in a separate interest bearing account at HFCU.

Plainfield Co-op Loan:

- no follow up reply from Plainfield after Theresa’s last email. This item is tabled.

- Steve noted offering a loan under the Federal Applicable Rate could raise tax or legal issues, so we should consult with our CPA first to see if giving a 2% loan subjects the coop to any tax liability.

New Business

- Retreat topic for fall: membership engagement and how to communicate why membership matters.
- Executive Committee and Irene will handle Chris's review via email. He was notified we are over the 90-day mark.
- Board discussed possibly adding a quarterly GM check-in. Questions to be asked were discussed. Chris was open to this.

Review of Upcoming Committee Meetings

- **Membership Outreach:** August 14, 6pm (virtual)
- **Strategic Plan/Lease:** August 28, 1pm (virtual)
- **Columinate/Exec/GM:** August 14, 1pm (virtual)
- **Finance Committee:** August 20, 6pm (virtual)
- **Education Committee:** August 21, 2pm (RAFC)
- **Annual Meeting:** August 21, 6pm (RAFC lawn or The Hub)
- **Next BOD Meeting:** August 28, 6pm (virtual)

Policy Governance Assignments

- GM to prepare B1
- Board to review C7 - Theresa Volunteered

Future Agenda Items

- Add Chamber events and Nourishing Neighbors to the agenda as standing discussion items.

Closing & Adjournment (8:00 PM)

- Gisella announced this was her final board meeting.
- Meeting adjourned at 8:00 PM