

Rutland Area Food Coop Board of Directors Agenda
June 26, 2025
Location: RAFC board meeting room



In attendance:

Theresa Haywood- 1st Facilitator
Steven Morneau- Treasurer
Kevin Gustafson- Clerk
Irene Gold
Kathleen Wanner
Max Walker
Jennifer Sanford
Sue Priest
Justine Ligon
Gisela Keller
Scout Edenfield

GM: Chris Etori

Absent:

Gisela Keller
Jeanne Kaufman- 2nd facilitator

No Agenda requests

Agenda discussion - Brief discussion of using Otter Ai to take notes

- Agreed to table discussion and raise topic again as desired by secretary or other minute-taker

SECRETARY's REPORT: May minutes – Kevin Moved, Sue Second. All accepted to approve May's minutes

COMMITTEES:

Finance committee – Uneventful meeting, a lot of adjustments going on which has been going on since COVID, nothing major to report this month. Still showing a negative P&L, in large part due to the change in the way inventory is accounted for (at cost vs retail price), but also due to quantity of sales..

Education and Outreach – Recipes have been coming in slowly but surely, but we want to invite folks at the annual meeting to do so. Suggestion to do a google form to submit recipes – Kathleen was inclined to do so. Otherwise we need to add an obvious email that the recipes should go to. Need to update the form to adjust the due date now that we no longer are attempting to have recipe book completed for annual meeting.

We were present at Pride – good time, but need to do more educational stuff as part of our participation. May need to remove the sad face from the spinner.

Strategic Planning – Kathleen, Theresa, Jeanne – Meeting with VFFC regarding the potential to collaborate with the RAFC regarding farmer's selling their produce (model is called a Farm Stop). They would like a meeting with Chris. Want to do a slide deck – talk about the value of food coop in the community.

Membership outreach – Reached out to local business – Kathleen attended chamber mixer last month. Was excellent – lots of people she did know and lots learned. Our membership needs to do something like what the gymnasium does. Can we partner with them given our food angle. Maybe a free 1 year membership if they join the gym, or 10\$ off a gymnasium access – can we collaborate?

Chris expressed a difference between a member of the gym and a member of the co-op – coop makes you a member owner. Wouldn't want to equate the membership between them, but don't want to conflate the two.

There may be other places that we can work with to make our membership even more valuable. We need to explore the option.

Kathleen won a two night stay at Best western that she gave over to the RAFC to utilize when needed

Should be at the Cedrr Mixers – Jen suggested 3 certificates every 4 months to get our name out at the meetings.

Emailing membership to get involved with nourishing neighbors – Steve thought we should do that asap. Dinner happened last night, Steve wasn't able to attend. Jen and Kathleen attended – Jen suggested the same people going would build a relationship in a way that we couldn't if the same person doesn't attend. There was general agreement on that. Kathleen suggested putting a date down next month.

July 23rd is next dinner – Steve will be there, Jen can go (maybe), but not cook, Kathleen happy to cook. Sue is a maybe.

Only doing the women's house – need more members to do mens.

August 27th is the one in August.

Theresa said we should talk about suggested changes to Membership in new business.

Annual Meeting -

BOD recruitment – Steve sent an email that we can send out to folks to get new board members.

Theresa – we are continuing to plan the details

Location: HUB (different than last year) OR Mason Lawn

HUB costs (\$50 no matter what) – Outside table and chairs is over \$300

How does the board feel about outdoor location given it will be more expensive?

PROS: more celebratory feel, more welcoming for staff, preferred by Chris (GM)

CONS: will have to have the HUB as a rain location, which adds to potential confusion, it may be hot/humid, possible bathroom issue (only 1 in the RAFC)

Decided to table discussion and follow up more in annual meeting committee

Policy Governance:

Board Process C5 - Jen – In compliance – Kevin suggested it is a bit long and suggested having an addendum but, Jen said it was easier to keep it combined..

Kevin brought up what happens for violations of the code of conduct (expectations slightly unrealistic e.g. board meeting attendance). Theresa mentioned that the code of conduct has been updated but hasn't been updated in the policy. ; will bring revised version to next meeting to review.

Executive limitations: B3 Asset Protection – Security Camera – is not plugged in and hasn't been. Not a top priority.

No Other comments

Motion to Accept – Irene – Sue 2nd. All accepted to be in compliance.

B4 Membership – Kevin brought up the issue of Internal capital account – Theresa believes we are in compliance with VT state requirement: *There shall be set aside annually not less than ten percent of the net profits of the corporation for a reserve fund*

until there is accumulated a fund of not less than 50 percent of the paid up capital stock.
And will provide an update at our next meeting

Theresa moved, Jen Seconded - Accepted in compliance

GM Update

General

- June has been a crazy month. Had to file a worker's comp. Claim d/t a staff member being injured on the job. New hires include marketing position and produce managers.
- Workshop with Jeannie Wells attended by Heather, Tres, Daniel and Gerri have also been watching. Good resource for them to learn from & realize how we can do better overall.

Marketing – Ivan posted something this evening, calendar for content posted created. Killington menu book has an insert ad.

Operating – July 23 NCG and GMs coming and going to do a full assessment. Registered printers went down, will be costly, couple of options in the works

- Produce coolers got clogged and now it works, was painful. How? Financially? Time? Both?

UNFI cyber attack

- Delivery was duplicated
- It was a disaster – had too many cases in the most recent delivery
- Delivered overage to Middlebury
- Going to be crazy for everybody – hoping to get compensation
- Our ordering appears to be back on track
- Sales suffered

Logo Discussion

- Staff mostly aligned, including Ivan
- Reviewed each and provided comments

Old Business

Bylaw change

- 3.4 regarding removing limitation of maximum advance notice for meetings can be amended based on Kevin's review – will present to members at annual meeting

Board applications

- Kevin D filed an application
- Justine has suggested she resign so that her husband Paul can run

New Business

- Theresa suggested Membership committee could assist with volunteer coordination based on she and Chris's previous meeting and membership wanting to help.
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 - Not necessarily volunteering at the co-op, but more events – Chris though it would be more wide open
 - Maybe worthwhile to do a cleaning event
 - Would a volunteer get a discount? Some other perk?
 - Irene suggested a volunteer coordinator – but we don't have the funds
- Plainfield co-op has requested the RAFC provide a loan or donation toward their expansion project. This was tabled due to time, but will be reviewed by the Finance Committee in advance of our next board meeting
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PG Assignment –

- Kathleen is taking C6

Motion to adjourn

- Kevin
- 2nd Jen

All in favor.