

Rutland Area Food Coop Board of Directors Agenda
August 28, 2025
Location: RAFC board meeting room



BOD present:

Theresa Haywood- 1st Facilitator
Jeanne Kaufman- 2nd facilitator
Steven Morneau- Treasurer
Kevin Gustafson- Clerk
Irene Gold
Kathleen Wanner
Sue Priest
Jennifer Sanford
Kevin Drohan
Scout Edenfield,

BOD absent:

Justine Ligon

Guests: None

GM: Chris Etori

6:04 – Call to Order

6:06 – Announcement

Kevin D. (New Board Member) introduced himself. Was happy to see the coop was here when he moved here 4 years ago, had seen a Whole Foods destroy a local food store, has been coming here, saw a vacancy and wanted to volunteer. He has an MBA and is a CPA, and works at Casella.

6:09 - Vote to approve minutes from July 2025

Discussion of minutes (July, annual meeting, post annual meeting board meeting)–Minor edits were suggested: Theresa made motion to approve, Steve seconded, Approved.

6:15 – Treasurers report:

Had a meeting 7/27, Want to review draft financials with Kevin D., Basis of accounting is not necessarily GAAP, that contradicts our policy. Policy B1 says that we need to use GAAP OR proper accounting. Want to have a discussion with accountants, but Jeanne says that there aren't hard and fast rules associated with GAAP. Kevin D is willing to review. Jeanne has a closer connection to our accountant. Jeanne's large impression of the financial report was "looks fine." Theresa asked about concerns in the report – Steve said there wasn't anything that jumped out, but did note the retention balance may be low. Jeanne had questions, so they need to look into it with Marsha/Jenelle. Discussion about the inventory accounting. Discussion of 9% drop in sales, and the 3 pay period month. We've increased our advertising, including Radio. Questions about marketing in the Herald with an insert. But we don't have some of the items that might be in the ad. Marketing discussion.

6:35 – Committee reports

Education & Outreach: (Theresa, Justine, Irene, Kathleen) Didn't meet, but the board discussed national voter registration day, 9/16, and that they are looking for volunteers.

Strategic Planning/Lease – (Kevin, Kathleen, Theresa, Jeanne) - Kathleen exploring orgs and where we want to start with improvements, maybe get grants, from Preservation Trust and so on.

Membership Outreach: (Steve, Sue, Jen, Kathleen, Scout) – Jen and Steve met, creating nourishing neighbors volunteer trackers, there are 11, that excludes board members, created a tab for women's house for all the upcoming dates. Created a men's house with no dates – but we need to get that from Heather, but Kathleen can do it, but Kathleen will send it to Steve. Still looking for more volunteers, asked Chris if any managers might know someone. Highlight from the last nourishing neighbors – true highlight was cauliflower mac and cheese being well received. Sept 24 – next day, Kathleen is not in town. Steve has volunteers, so hopefully it will work out okay.

Sue suggested using dismiss house events and our anniversary to get into the Rutland Herald. Theresa asked Chris about his connections. Maybe need to issue a press release, Chris?

6:45pm - Policy governance:

Board Process:

C7- Theresa – Biggest takeaway – all of us should look at our committee charters and make sure they still make sense. Most of them need updated or confirmation about agreeing to what is there. Finance may need to amend theirs about quarterly report. Lease committee, now under the strategic planning committee, exec committee has not been regularly meeting but still meeting the charter. It is good to remind board that the committees do not act in the stead of the board, but assist it in its role vis-à-vis the co-op.

Executive Limitations:

B1- Chris

Concerns about sales – Chris provided recommendations – Kevin D. agrees, no place to get a smoothie, so it is a good market Niche, and likely more like it. Discussion about the Kitchen – Smoothie discussion – good idea, people are looking for it, Theresa asked about single use plastics.

Discussion about sales dips from lack of Canadian tourism being a factor.

Motion to Approve -Theresa, Second Jen.

7:03pm - Old Business:

C5. Review Code of Conduct – Theresa wanted to make sure we do the 2025 register, since we updated many last year.

Plainfield Co-op loan request – Don't need anything – no longer an ask that we need to address.

Board retreat - Discussion of potential weekends – Proposal is based on Molly availability and in conjunction with Brattleboro – possibly in October or November. Likely we'll be here, and using a potluck lunch. We could do a state park and do a pavilion, but it may be cold. Open to suggestions, but not making demands. Other ideas about potential ideas outside of retreat, a suggestion of the corn maze got a large reaction.

Bylaw update – There is an official update.

Debrief annual meeting 2025 – Both concerns and reevaluation of what turnout looks like. The interest in coop should be about dedication, not numbers. It's more about marketing and we did that for the meeting – Chris was surprised that many of the common shoppers were not interested in the governance aspect. Idea to have some community vendor involvement (Kevin D) that could defray costs but also increase interest.

7:28 - GM Update:

NGC report (Executive session) – Looking forward to the meeting in Minnesota.

Grant from Katheleen – There has been success, so fingers crossed.

Chug Water – Involvement had to be through the coop – has been a bit of a new source of interest. Water is from Stockbridge.

7:30 - New Business:

Schedule inventory - End of September or beginning of October – Board members will

volunteer. Chris needs to get the equipment. Sunday afternoon (or anytime, would be best) – October 5 morning is the proposed day.

PG Assignment:

Board: C8 - Jeanne

Community Outreach:

Dismas house dinner (4th Wed): Steve is in charge, has a volunteer.

Chamber mixer (2nd Tues): Frank Webb in Rutland Town – September 9 (5:00 – 7:00pm) – Coop needs more people to beat heritage so we need volunteers.

Future agenda items: Update BOD for VT liquor control - Chris

Adjourn: Irene Moves, (Steve missed out on unneeded second)