

Blue Hill Co-op Board Meeting

February 21, 2012 Blue Hill Public Library, Howard Room

Board Members Attending: Mia Strong, Keith Herklotz, Laura Livingston, John Miller, Allison Watters, Jim Picariello, Richard Paget

Absent Board Member(s): Jerome Lawther, Chris Ramsay

Others Attending: Mark Deeny (General Manager) Julia Klein (minute taker), Bruce Stahnke, Terry Mason and Tim Seabrook (Relocation Committee Members)

Julia Klein, minute taker

Keith Herklotz, task and decision keeper

Mia Strong, meeting facilitator, time keeper

Relocation Committee Presentation: In an early meeting, Bruce Stahnke of the Relocation Committee presented research on potential sites, focusing on details of the top 3. The Committee unofficially recommended a site owned by Kim Petty (across from Liberty School) and took questions from the Board. Discussion surrounded what must precede financing, purchase, and fundraising. The Committee requested direction from the Board.

Consent Agenda: **Mia proposed and the Board approved the trial of a consent agenda to streamline decision making. The following agenda items were approved by the Board: Board Development Committee Wants; General Manager's Report; Relocation Committee Report.**

Approval of January 24, 2012 Minutes: **The minutes were approved with no changes.**

Time Open to Owners: No owners were present.

Committee Charter:

Relocation – The Board discussed the Relocation Committee's purpose and tasks focusing on who is responsible for the implementation of relocation. **A proposal was made and approved that the Charter should be streamlined to state major goals while removing the word "implement," as well as specific detail, from the document.**

John will make changes and email them to the Board for approval at the next meeting.

Jim proposed and the Board approved that the Committee proceed as follows: 1)

Compile a cost analysis for building on Kim Petty's site based on the Committee's recommendations; 2) Identify priorities for creating a solid financial footing for the Co-op (membership, etc...); 3) Update the timeline accordingly. Jim offered his help.

Allison suggested that the Relocation and Finance Committees attract talent from the ownership via the Co-op newsletter. Keith or John will write the request.

Board Procedures:

Workshop/Special Meeting Compensation – **A proposal was made and approved that the Board budget will include the equivalent of \$600/year for reimbursement of childcare/lost labor during workshops and special meetings. Such items will be**

approved by the board and invoiced to the GM, who will distribute gift cards and alert the Board Treasurer. Funds will be budgeted under Board Training for the remainder of the 2012 fiscal year, after which a new heading will be created.
Board Compensation – A discussion was held regarding the percent of discount Directors receive from the Co-op. Compensation check/gift cards for directors, and owner discounts versus owner dividends were discussed as well. The topic was tabled. Mark and Jim will work on numbers for presentation at the next meeting.

GM Evaluation Process: **A proposal was made and approved that Mia and Jim will form a Committee to work on the GM evaluation process.** The evaluation is expected to be complete by May 2012. The Committee will report at the next meeting.

Committee Reports:

Policy Review – Mia presented a verbal report on the proceedings of the Committee. The Committee has discovered policies in conflict with the bylaws and decided that review by a lawyer was needed. Sally Mills was contacted and has joined the Committee, volunteering her research. She will be compensated at a reduced rate for any formal suggestions, which will be approved by the Board before payment. **John proposed and the Board approved that the existing policy should be reviewed by the Board for a discussion of policy monitoring next meeting.**

Treasurer Vacancy: Keith expressed his desire that a more qualified person replace him as Board Treasurer. The Board discussed necessary skills and qualifications and asked for recruiting suggestions from the Board Development Committee. Allison and Jim will work to find a candidate for the September elections and report next month. Keith was asked to fill in until September.

Membership Committee: **Jim proposed and the Board approved the creation of a Membership Committee Charter.** Jim will write the Charter for presentation at the next meeting.

Executive Session: Personnel

Agenda for Next Meeting:

Relocation Committee Charter – Approval
Board Development Committee Report
Board Compensation
Membership Committee Proposal
Monitoring Policies
Strategic Planning
Treasurer Vacancy/Candidates
GM Evaluation Committee Report

Meeting Evaluation: The Board agreed, the meeting was fruitful despite much discussion.

Due Date for the Board Packet: Items for the Board Packet will be due on Saturday
March 10, 2012.

Next Meeting: March 20, 2012 6:30 - 9:00 PM Blue Hill Public Library, Howard Room

Minutes respectfully submitted by Julia Klein