

**Blue Hill Co-op Board Meeting**  
February 19, 2013 Blue Hill Public Library, Howard Room

Board Members Attending: Mia Strong, Allison Watters, Jim Picariello, Aaron Dority, Marge May

Absent Board Member(s): Laura Livingston, Keith Herklotz, Richard Paget, Jerome Lawther

Others Attending: Mark Deeny (General Manager), Julia Klein (minute taker), Chris Ramsay (Owner/Staff), Kristyn LaPlante (Owner/Staff)

Julia Klein, minute taker

Marge May, task and decision keeper

Mia Strong, meeting facilitator, time keeper

Approval of Minutes: **The January 15, 2013 Minutes were approved as amended.**

Marge will forward editorial comments to Mia.

Time Open to Owners: Kristyn LaPlante was introduced to the Board as a candidate for the Staff Board seat. Discussion of the seat ensued. After reviewing bylaws the Board agreed that the Staff Board seat does not require a specific length of Co-op Ownership and that Kristyn may run for the seat and be voted in by fellow staff.

Consent Agenda: **The GM Report was accepted by the Board.**

Board Process:

Board Budget: Board of Director Subscriptions – **A proposal was made and approved to divide \$3,512 from the CBLD Subscription budget line into Training, Education and Workshops. The Board Budget was approved as amended.**

Patronage Dividends: **After detailed discussion, a proposal was made and approved that the Patronage Dividend will be issued this year as recommended by the accountant.** Mia will talk to Bob Sullivan to clarify tax implications of the decision and will pass her findings to the Board. Mia, Marge, and Aaron raised a concern that policy be developed to create consistency in the Patronage Dividend decision process each year. **A proposal was made and approved that the Finance Committee will develop and articulate a Patronage Dividend policy and bring clarifications and a recommendation to the Board. Mark recommended that Bob Sullivan be present in an upcoming meeting.**

Newsletter Presence: **The Board approved Marge to begin a project oriented newsletter column which will include contact information for the persons involved.** Her first article will be a short piece on relocation which will be reviewed by the Board and the Relocation Committee before publication. The Board recommended that Marge check in with the Committee right before printing to ensure current information. Mia will send a list of Committees with email addresses for the Chairs to Marge. Mark will see that Director's personal emails are changed to Co-op emails on the Co-op website.

Store Budget/Business Plan: Mark briefed the Board on the Budget and shared an optimistic view of the business plan, pointing out a 15 month sales increase trend which is expected to continue. **The report was accepted by the Board.** Discussion ensued in which Directors raised questions regarding specific budget items and store and Café details.

Committee Reports:

**Relocation: The Board accepted a report from Aaron on the Relocation Committee's recent work.** An owner survey is currently being conducted which will be followed by a couple of focus groups to hone in on customers' desires. The Committee is also reworking the timeline, changing dates and reviewing tasks. Allison requested staff survey results. Aaron will resend invitations to Drop-box for the Board's access to all relocation information. Regarding the Fiscal Sponsor possibility, Sally Mills continues to research the legalities but has yet to find anyone who will endorse the idea. The Co-op would need backing from the Fiscal Sponsor's Board. Bob Marville advised that there is no need to finalize the arrangement yet. Jim reminded the Board that even with a nonprofit status all donations would be taxable for the Co-op. The Board agreed that a contingency plan must be developed for the event that full funding is not reached.

**Board Development: The Board accepted a report from Allison on her work finding Board Candidates.** The Board entered a brief executive session to review a name on the candidate list. Jim and Mia will email names to Allison whom they will contact. Allison will email applications forms to the Board and Mark to be given to potential candidates. The application deadline is March 8<sup>th</sup>. Kristyn will talk to a potential candidate.

Agenda for Next Meeting:

Board Training  
Owner Stimulation Committee  
Board Development Update  
Relocation Committee (Survey Results)  
Newsletter Article  
GM Review  
April Board Meeting Shift

Meeting Evaluation: Allison expressed disappointment in the meeting's attendance and communication about attendance. Mia agreed to send out an email reminder before meetings with follow-up emails or calls to Directors who don't respond.

Due Date for the Board Packet: Items for the Board Packet will be due on Saturday March 9, 2013.

Next Meeting: March 19, 2013 6:30- 9:00 PM Blue Hill Public Library, Howard Room.

Minutes respectfully submitted by Julia Klein