

**Blue Hill Co-op Board Meeting**  
January 24, 2012 Blue Hill Public Library, Bass Room

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

Absent Board Member(s): Jerome Lawther, Keith Herklotz,

Others Attending: Mark Deeny (General Manager) Julia Klein (minute taker)

Julia Klein, minute taker

Mia Strong, meeting facilitator, time keeper, task and decision keeper

Approval of December 20, 2011 Minutes: **The minutes were approved pending grammatical changes.** Allison will forward revised minutes to the Board.

Time Open to Owners: No owners were present.

Agenda Items/Consensus: The Board discussed consensus policy. Directors were reminded to email agenda changes prior to meetings.

Clarify Staff Seat: **The board approved a recommendation clarifying details of the staff seat.** Allison will craft policy and email it to the Board and to the Secretary for archiving. The Board discussed term length (1 vs. 3 years). Mark will review the issue with staff and report to the Board. Allison will meet with Mark to develop a staff seat election procedure.

Relocation Committee Charter: The Board addressed questions from Directors regarding recent actions of the Relocation Committee. The Board proceeded to exchange ideas clarifying the Committee's purpose and tasks and developing plans for better communication with the Board. **A proposal was made and approved that the Board will convene at 6:00 for the next meeting/s to clarify the charter, hear from the Committee, and discuss the Committee's relationship to the board. Meanwhile, the Committee will focus on site evaluation and finances.** The Committee will email minutes from their meetings to the Board.

Board Procedures:

Board Member Contact List – **A proposal was made and approved that the Co-op website will include individual email accounts for directors which will redirect to their personal email. Email addresses will be listed in the Newsletter with Director's names. Phone numbers will not be included.**

Board Member Recruit Wants – **A proposal was made and approved to evaluate the Board's current skills and needs with the Board Development Committee matrix.** Allison will send the matrix to the Directors to be filled out and shared. It was suggested that the completed matrix be sent to Michael Donahue for review.

Board Childcare/Lost Wages for Meetings/Workshops – Discussion was held. Allison will research and recommend a proposal and budget for childcare/lost wage compensation for rescheduled meetings and workshops to be presented to the Board at the next meeting. A proposal was made and discussed that Directors receive a 25% Co-op

discount. Jim & Mia will research and recommend a process for Board compensation and discounts for members of other Co-ops. Mark will research the numbers for Board compensation.

General Manager's Report: **The Board accepted the GM's report.** Mark took questions. Discussion concerning financial reporting ensued. It was recommended that Mark study financial reports from 2003. Mia will email the GM Comp article & CoCoFiSt Financial Dashboard to the Board.

**Audit – A proposal was made and approved to postpone the Co-op audit until the end of this fiscal year.**

Café Strategy – Mark discussed Café improvements with the Board and remarked that personnel changes are pending.

Relocation Committee Report: The Committee took questions from the Board clarifying details and the financial investment involved in Phase 1 of Isla Miller's proposal. **A proposal was made and approved to postpone Isla Miller's services until later date.** Mia will contact Isla. A signed agreement was recommended. Mark will check the amount paid to Isla and email his finding to the Board. **A proposal was made and approved that the Relocation Committee will not enter into contracts or spend budgeted money without Board review and approval.** The Committee was reminded that planning of meetings with Owners is the Board's prerogative.

Treasurer Vacancy: **The discussion was tabled until the February meeting.**

Agenda for Next Meeting:

Finance Committee

Treasurer Vacancy

Committee Reports- Relocation, Policy Review, Finance,

Board Development Committee Recruiting Wants

Childcare/Lost Wages, Board Comp. & Non-member Discounts Follow-up

GM Report

Relocation Visioning & Committee Charter

GM Evaluation Process

Meeting Evaluation: Mia expressed her hopes to improve as facilitator. A director remarked that she had done, "a pretty good job herding this herd of cats!" Others commented that Mia should not keep tasks and decision. Lots to work on!

Due Date for the Board Packet: Items for the Board Packet will be due on Saturday February 11, 2012.

Next Meeting: February 21, 2012 6:00 - 9:00 PM Blue Hill Public Library, Howard Room. **The meeting will begin with a potluck and relocation discussion at 6:00.**

Minutes respectfully submitted by Julia Klein.