

## **Blue Hill Co-op Board Meeting**

January 16, 2018 Blue Hill Library, Howard Room

Board Members Attending: Jim Picariello, Edie Dunham, Jerome Lawther, Tim Tunney, Deborah Evans, Mia Strong, Aaron Dority, Diane Bianco

Absent Board Member(s): unfilled (Staff Position), Susan Snider

Others Attending: Julia Klein (Minute Taker), Kevin Gadsby (General Manager), Bruce Stahnke (Relocation Architect), Tim Seabrook, David Zackow and Annie Guppy (Owners)

Julia Klein, minute taker

Jerome Lawther, task and decision keeper

Mia Strong, meeting facilitator, time keeper

Approval of Minutes: **Edie moved to approve the December 19, 2018 Board Meeting Minutes with minor clarifications. Jerome seconded the motion. The motion unanimously carries.**

### **Time Open to Owners:**

David Zackow encouraged the board to proceed as quickly as possible with site development. He noted that now momentum is good and the Co-op should secure financing and show progress to the community. He commented that another community grocer is increasing their competing product lines. Tim Seabrook echoed David saying that timing is critical! The sooner the store is built the sooner profits increase. Investors want to see movement!

### **Relocation:**

Review Pro forma – Mia reported on a conversation with Bill Gessner. Tim explained where \$462,000 of previously spent relocation monies appear in the pro forma. Discussion ensued regarding how to treat the overpayment. Roughly a \$300,000 gap in financing remains to be fulfilled by a bank loan.

Discussion turned to the service entrance and additional parking. **The Board agreed to take owner's questions.** Tim Seabrook emphasized the importance of the service entrance to both safety and efficiency. David Zakow shared that in his extensive volunteering at the Co-op he has experienced the inefficient loading dock and urged against eliminating the entrance to save money.

The dividends payment schedule was discussed in relation to the health of the Co-op. Phase 2 investment packets are being sent out and responses expected within a couple of weeks. Phase 2 is limited

to accredited investments. Aaron asked about the phase 1 response. Kevin stated that over \$300,000 came in in the first week from 11 people.

Bruce presented a relocation schedule beginning in September 2018 and progressing over 8 months to open in July of 2019 taking advantage of summer sales. He stressed the importance of showing progress on the site, changing signage and cutting trees.

**Jerome moved that the board take the first 5 suggestions and exclude the 6<sup>th</sup>, that Bruce Stahnke should propose changes, and that consultants should be asked for costs. Jim seconded the motion. The motion unanimously carries.** Bruce will get contract documents and solidify pricing for the next meeting. Mia will confirm with Bruce once he gets the numbers. Bruce will reprice the site immediately. Tim recommended confirming the numbers for one more month and consulting with Bill once more. Aaron will join the finance team which will meet with Bill to refine the pro forma.

#### **Board:**

**Public Meeting:** Jim suggested waiting until numbers are solidified to hold a public meeting as people want concrete information. Discussion turned to tree cutting at the site. **Meeting plans were tabled for next month.**

Deborah reiterated her request for a site plan and drawings to be on the table at each meeting for reference during decision making.

It was noted that the current Co-op building is for sale. Deborah recommended an early renewal of the lease to secure the building for another year.

Kevin reported that he consulted an accounting firm in Madison, Wisconsin regarding the relocation funds allocation discrepancy on the books. The firm offered a rule of thumb for determining which money may be expensed and which capitalized. They recommended claiming a lump sum expense on upcoming taxes instead of redoing taxes.

#### Agenda for Next Meeting:

Financial Review of 2017

Public Meeting

Relocation

Meeting Evaluation: Grounding, exciting, productive, happy visitors!

Due Date for the Board Packet: Items for the Board Packet will be due on Saturday, February 3, 2018.

Next Meeting: Tuesday, February 13, 2018 6:30- 9:00 PM Blue Hill Public Library.

Minutes respectfully submitted by Julia Klein