

Blue Hill Co-op Board Meeting

March 26, 2013 Blue Hill Public Library, Mia Strong's House

Board Members Attending: Mia Strong, Richard Paget, Keith Herklotz, Laura Livingston, Allison Watters, Jim Picariello, Marge May, Kristyn LaPlante, Jerome Lawther, Aaron Dority

Absent Board Member(s): No absent Board Members

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

Julia Klein, minute taker

Marge May, task and decision keeper

Mia Strong, meeting facilitator, time keeper

Approval of Minutes: **The February 19, 2013 Minutes were approved with the understanding that due to the lack of quorum, Directors absent from the February meeting reviewed and approved the decisions.** Marge requested a note to be placed under attendance indicating when there is no quorum. The Board decided that reports do not need to be accepted, only reviewed and discussed.

Time Open to Owners: The Board welcomed Kristyn LaPlante to the Board as the new Staff Director and thanked her for her service.

Consent Agenda: GM Report – Richard raised questions regarding over-ordering and excess inventory. Mark discussed solutions with the Board and explained his new budget system for department buyers. Discussion about various Store details ensued. Aaron suggested that Mark research changes associated with the Affordable Care Act and subsidies. Jim suggested that questions should be submitted to Mark prior to meetings allowing him to prepare answers. Due to the need for discussion and questions Mia will place the GM report in the agenda rather than in the consent agenda in the future.

Board Process:

GM Review – The Board discussed criteria for the GM Review in regards to the unique needs associated with relocation. Mia and Jim will develop criteria for the Review which will begin in April, to be completed by May. At Mark's request, the Finance Committee will work to develop financial goals. Mark will articulate the guidance he is looking for from the Board. Mark shared a request from Co-op Staff for a yearly survey about the GM. The Board discussed pros and cons of the yearly contract format and brainstormed ideas for improvement. Mia and Jim will review the contract process and develop a presentation for the Board next month. Directors will email questions to them. Mark will self-evaluate. A brief discussion of instating various employee incentive programs ensued.

Meeting Attendance: Mia shared with the Board that she wanted all Directors to feel okay letting the Board know if they can't attend for a month or two and to feel comfortable airing concerns as they arise. **After discussion about Board communication it was**

decided that Jerome will be “quorum meister” receiving email about attendance before 2:00 PM on Tuesday of the monthly meeting. He will then notify all if there will not be a quorum (currently 6 Directors). Skype and conference calling were suggested for those unable to attend. Mia will get copies of the Bylaws to all Directors for the next meeting.

Committee Reports:

Relocation Committee - Aaron presented the Relocation Timeline and briefed the Board on the status of Staff and Owner Surveys and Outreach Meetings. The Committee is working with Bruce Stahnke and the Finance Committee to create a Relocation Budget. Mia reminded the Board to be prepared to make budgeting and financial decisions in the coming months. In response to a question from Richard, the Board discussed the possibility and benefits of Co-op Fund of New England fulfilling the role of Fiscal Sponsor. Mia and Allison emphasized the need to develop Plan B in case the fundraising is not sufficient. Mark announced that an anonymous donor offered to loan the purchase price of the property to the Co-op. Discussion ensued about the property, next steps, fundraising and finances, and marketing to the needs and desires of the greater community.

Ownership Stimulation – Jim shared ideas from the Committee’s brainstorming sessions with Mark and Jesse. They’ve discussed ways to get Owners excited including Patronage Dividends, reorganizing preorder to with a lower markup and flat rate over \$100, proactive customer services with name badges for staff, and perfecting the POS system. The Board discussed the benefits of bringing in buying club sales. The Committee received a recommendation to come up with a marketing co-ordination plan and stick to the goals, marketing to Ownership first.

Board Development Committee – Allison announced that the Committee has identified two potential Board members and heartily supports the Board’s approval of them as candidates. **The Board accepted Hadley Freedmen and Diane Bianco to be candidates on the ballot for the May election.** Allison gave a brief bio of each candidate.

Newsletter/Documentation: **At Marge’s suggestion a proposal was made and approved to purchase an external hard drive for archival storage of Board documents.** Marge will purchase the drive and submit the bill to Mark to be paid for out of the Board Meeting Budget. Marge is still in need of the Committee list. Mia will send a list of committees, chairs, members, contact information and regular meeting place and time to the Directors for review and updates. Mark will update the website to include all Committee information.

Annual Report: Mark gathered signatures from Directors to update the Annual Reports for the lawyer. Mia mentioned that the Report can be filed online for a better price.

Agenda for Next Meeting:

Election Committee
Relocation Committee

Newsletter Article

Café Cash Register (Over \$5000)

Board Training (Executive Session) (Finances/Relocation/Fundraise) Focus - Talking with People

Meeting Evaluation: Pizza and Beer were great! All liked meeting at Mia's!

Due Date for the Board Packet: Items for the Board Packet will be due on Saturday April 13, 2013.

Next Meeting: April 23, 2013 6:30- 9:00 PM Blue Hill Public Library, Bass Room.

The meeting date was changed from April 16 to April 23 due to spring vacation. The Board may continue meeting on the fourth Tuesday in April each year to accommodate vacation. The new date will be posted in the Store and on Facebook and the website.

Minutes respectfully submitted by Julia Klein