

Blue Hill Co-op Board Meeting
March 18, 2014 Blue Hill Public Library, Howard Room

Board Members Attending: Mia Strong, Richard Paget, Kristyn LaPlante, Aaron Dority, Jim Picariello, Diane Bianco, Jerome Lawther

Absent Board Member(s): Keith Herklotz, Hadley Friedman

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

Julia Klein, minute taker

Diane Bianco, task and decision keeper

Mia Strong, meeting facilitator, time keeper

Approval of Minutes: **The January 21, 2014 Minutes were approved with no changes.**

Laura Livingston Resignation: **Laura Livingston resigned from the Board of Directors on January 24, 2014.** The Board discussed Directors term lengths and dates.

Time Open to Owners: Diane Bianco commented that the Belfast Co-op senior discount day draws huge numbers of members with 5% savings plus the member discount. She observed that items for sample sold out. Discussion followed. Mark will look into 2% reciprocity discount for members of other Co-ops.

Jim questioned whether there may be a way to take advantage of a sum of money that has come available. Discussion followed. Richard will talk to the potential donor about creative funding possibilities for relocation such as patient or low interest loans or leasing the land and building. Jim will follow up with Sally Mills.

Aaron gave a brief summary of the Co-operative Maine Seminar. Discussion followed. Aaron will resend his seminar notes.

Committee Reports:

Relocation Committee - Aaron gave the Relocation report and stated the need for an independent appraisal on the property in preparation for the purchase option due date in August. Committee members weighed in on the discussion of the Co-op's readiness to purchase. Richard commented that the seller may be willing to extend the purchase option. The Board identified criteria to examine before purchase as follows: financing, the tax bill, the cash flow liquidity question, individual loan option, ability to leverage for financing, and how to finance relocation itself. Not all will be known by August. Richard suggested considering a stock offering. **The Board moved to approve a property appraisal for \$2000 or less.** Mark will obtain another quote and will follow up with the Owner who expressed interest in loaning money for the property.

Mia and Mark reported on Bruce's presentation of the design to the Relocation Committee. Committee members unanimously expressed their enthusiasm for Bruce's work commenting that he showed an impressive depth of consideration of design and of the Co-op's needs. He is currently tweaking the design according to comments from the Committee. The Committee hopes to have Bruce present the design to the Board at the April meeting.

GM Report: Mark presented the GM Report and took questions. The Board discussed recent changes to the Co-op's Health Insurance offerings. All Directors signed and verified their physical addresses on the Annual Report which will be filed by Mark. Mark mentioned that an insurance agent is re-shopping Director's and Officer's Insurance for a cheaper company. Jim raised concern regarding the danger for diabetics of labeling tapioca pudding containing maple syrup as "sugar free." Discussion followed about safe food labeling practices. Kristyn and Mark will ensure that the tapioca labels are corrected. Jim recommended Facebook advertising as an affordable way to market broadly in the area. Jim will talk with (Mark?) about setting up ads. Kristyn thanked Mark for the lovely staff dinner!

Store Budget and Business Plan: Mark presented the budget and commented that higher operating costs are due to necessary increases related primarily to relocation. A discussion ensued about creating a separate Relocation Budget to include funds for the architect, property, fundraising, etc. It was mentioned that a fundraising sum for Gary Freedman has been approved already and should be in the budget. Mark will investigate. Mark questioned how the relocation budget will be funded and expressed the need to seek professional help with separating the budgets. Jim asked Mark to check with the professional about where Board expenses should be included. Aaron suggested that the Board consider asking Mark for more financial statements and documents to assist in understanding Relocation financing. Mia requested a Relocation dashboard of funds already spent and funds yet to be spent. The Board considered reinstating monthly financial reporting but decided to continue with quarterly reporting. Aaron questioned whether it may be possible to be more optimistic, growing Ownership by more than 100 this year. The Board discussed tapping into Facebook advertising in the area. Mia questioned whether the Co-op should postpone the Ownership campaign until fundraising for stock shares is figured out. Jim will look into shares and talk to CDS.

Board Budget: With regards to the Board Budget, Newsletter costs and savings were discussed as were Board meeting snacks. A suggestion was made to include food for Board meetings in the Board budget. Directors will email Kristyn their respective dietary restriction(s) at kristynlaplante@gmail.com. Diane will bring dip and Gluten Free chips to the April meeting. A decision was made to have the Café provide a simple meal.

Annual Meeting Date/Elections: **A motion was made and accepted to hold the Annual Meeting one hour before the standard June 17, 2014 Board Meeting.** Owners must submit petitions for appearing on the ballot by April. Information will be posted around the Co-op and at the registers. **Customer Appreciation day was discussed and a motion to hold the event in July was approved.** The Board decided not to advertise a pig roast to avoid offending Owners. Jim suggested that the Co-op be ready to sign up people for Ownership that day. Kristyn, Mia, Diane, Deirdre and Hannah will work on Customer Appreciation Day. Mark emphasized that importance of getting annual financial reporting to the Ownership. **A unanimous decision was made and approved via email by the Board to pay patronage dividends.** **A motion was made and approved to send a 2 page report to the Owners with their dividend checks in May.**

Executive Session: **The Board agreed to give GM Mark Deeny a bonus and begin his annual review.**

Agenda for Next Meeting:

Property

Theft Prevention

Cost Estimate - Relocation and Finance Committee Update

Board/Operations/Relocation Budget

Election/Annual Meeting/Customer Appreciation

Meeting Evaluation: Comments ranged from “loosey-goosey,” to “lots accomplished!”

Due Date for the Board Packet: Items for the Board Packet will be due on Saturday, April 5, 2014.

Next Meeting: Tuesday April 15, 2014 6:30- 9:00 PM Blue Hill Public Library, Howard Room.

Minutes respectfully submitted by Julia Klein