

**Blue Hill Co-op Board Meeting and Annual Meeting**  
May 21, 2013 Blue Hill Public Library, Howard Room

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

Absent Board Member(s): Jim Picariello, Keith Herklotz

Others Attending: Mark Deeny (General Manager), Julia Klein (minute taker), Chris Ramsay (Owner, Staff), Kim Petty (Owner), Anne Walker (Owner), Bruce Stahnke (Owner, Relocation Committee member)

Julia Klein, minute taker

Marge May, task and decision keeper

Mia Strong, meeting facilitator, time keeper

### **Report on the Annual Meeting**

Mia opened the Annual Meeting and welcomed Owners.

GM Report: Mark Deeny presented his report summarizing last year's events and expounding the highlights. He explained the short 6-month fiscal year is due to last election's bylaws change to the fiscal year dates, and reviewed details of the budget, store finances, and Owner equity checks.

### Committee Reports

Mia Strong explained that the Board has increased the number of Committees to share the Board's work load.

Finance Committee:

Richard Paget gave a report on the Finance Committee. He praised Mark for submitting comprehensive reports enabling the Committee to understand the Co-op's finances and compare them with other Co-ops. He reported that the Co-op is in a good financial state and is anticipating a better year next year. In closing, he mentioned that the Committee is open to ideas from Owners in light of the relocation process ahead.

Owner Stimulation Committee:

Mark Deeny gave a report on the Committee's work reaching-out to Owners and helping them understand how to use their member benefits to best advantage.

Board Development Committee:

Allison gave a report on the Committee's work and explained the New Director recruitment, election and mentoring process.

Election Committee:

Allison explained that this Committee manages the details of the election process. Last fall, the Committee made revisions to election procedures and trained the Ownership Coordinator. Interested Owners may request an email copy of the New Directors election process. A brief discussion of ballot details ensued.

#### Outreach Committee:

Mia Strong summarized community outreach events organized by the committee over the summer and fall. She stated that the committee plans to improve the Annual Picnic and encourage attendance. This new committee is working to find ways to get the Co-op out in the community in a good light.

#### Relocation Committee:

Aaron Dority gave a report on work done this fall and summary of the outreach and information gathering process. He summarized ideas from Staff, Owners and other customers. He shared sentiments from the Community Forum which echoed those of the Survey. For example, no more sprawl on South Street; create a more pedestrian feel; slow down traffic; help improve South Street.

The committee is moving forward to develop a cost estimate and figure-out how to proceed. They may have a fiscal sponsor in place that would allow the Co-op to receive donations as though it were a 501c3 organization, and develop a capital campaign. Aaron shared that the Board has decided to move forward on a proposal from Bruce Stahnke on a piecemeal basis. The committee discussed this with Bruce who responded that shopping around for proposals is difficult as it is not an apples to apples comparison.

#### Owner Question Time

The Board answered questions from the Owners centering on relocation issues. In-depth discussion followed.

Kim Petty inquired about the status of the wetlands delineation survey and raised several questions regarding Owner's support and enthusiasm for the move.

Mark Deeny responded that the general feeling from Owners is that they support the move "if we can afford it." Many would rather see the Co-op downtown but tend to change their opinion once they understand the benefits of the South Street location. Kim raised concern about knowing what the Owners really want when only 150 Owners responded to the survey and fewer have attended meetings. Directors responded that building enthusiasm and support among the Owners is a primary goal of the Board and specifically the Relocation, Outreach and Ownership Stimulation committees. Kim urged the Board to continue in this effort by keeping relocation in people's faces and keeping conversation going constantly.

Anne Walker expressed her admiration for the work being done but expressed concern that the Co-op not become too widespread with many offshoots. Aaron Dority responded that the Board will hone in on the scope of the project as costs and funds are better understood. Mia Strong responded that while the Co-op may provide space for other markets they may ask these people to fund their own needs.

Chris Ramsay expressed her wish to see green space in front of the building instead of parking lot. Discussion of parking challenges and ideas ensued with particular reminders

not to forget big trucks and snow plows. Kim Petty suggested communicating with the Bay School and Mainescape about shared event parking and trail systems. The Board thanked the Owners for attending the Meeting.

## **Board Meeting Minutes**

### Approval of Minutes

**The April 23, 2013 Minutes were approved as amended by Mia and Allison. The Board reviewed the process by which the minutes are edited and decided that Julia will send them to Marge and Mia, and Marge, or current Secretary, will make minor grammatical corrections and send them to the Board and GM for review and correction of content.**

### Board Process

GM Report – Directors thanked Mark for the helpful pie-chart. A recent accident in the Co-op parking lot was discussed. Mark has moved the bumpers that caused the customer to trip. Mia commented on the increase in buying club sales. Brief discussion ensued.

### Apartment/Expansion Downstairs

Mark announced that the Co-op's landlord has offered to rent a downstairs apartment to the Co-op for expansion. Lengthy discussion followed of the pros (employee comfort and efficiency) and cons (additional expenses draining funds from the relocation project). Mia raised concern about the lease which is up on July 1<sup>st</sup> but requires a one year termination notice. Discussion of negotiating power and leverage ensued. Jerome suggested consulting an attorney regarding legal options. Mia will talk with Sally Mills. Though in favor of expansion, Kristyn expressed concern that money for the additional space not be pulled from staff salaries. **The Board moved to support Mark's decision regarding expansion.**

### New Board Member Mentors

**Three Directors volunteered to mentor the new Board members. Aaron will mentor Kristyn LaPlante; Mia will mentor Hadley Freedmen; and Jerome will mentor Diane Bianco.** Mia will compile Board Handbooks for the new Directors.

### Committee Reports

#### Relocation Committee:

Bruce Stahnke presented his proposal to the Board outlining the 3 phases; Programing, Regulatory Review, and Concept Design. Bruce reported that Wetland Delineation has been completed and the site is buildable. Discussion ensued regarding drainage issues, building orientation, and working around the stream. The cost of his proposed services was discussed. Aaron will email the revised proposal to the Board. A comment was made that the whole process should be used as a fundraising tool to bring people in and get them involved. Aaron thanked Bruce for his presentation and his many years of volunteering. The Board questioned Bruce regarding his experience overseeing other

projects. He encouraged the Board to contact his references and offered to send a resume. Jerome questioned whether the Board has an ethical responsibility to call for proposals from other architects in the community. Discussion ensued. Richard urged the Board to appreciate Bruce's knowledge and experience with this project.

**All Directors will review Bruce's proposal and come to the next meeting with questions and concerns, being ready to move to a decision.** Mia expressed concern that Bruce's presentation was unexpected and took up needed discussion time.

#### Agenda for Next Meeting

Relocation Discussion – Proposals and Decisions

Lease

Welcome New Directors

New Election and Development Committee Chairs

#### Allison's Departure

Allison expressed that she feels it is time to leave the Board. In addition to having a full personal schedule, she explained that she joined the Board to help out during a low point, but now the Board is full of well qualified Directors. She also shared her discomfort with putting her name on large sums of money, though she is generally in support of the Board's efforts toward relocation. She will continue to sit on the Election and Board Development Committees but will transition the chair to someone new. The Board unanimously expressed their sorrow to see her leave and thanks for her hard work and commitment.

#### Annual Meeting Evaluation

Good food! More gluten free options next year!

#### Executive Session

GM Review

#### Due Date for the Board Packet:

Items for the Board Packet will be due on Saturday, June 8, 2013.

Next Meeting: Tuesday, June 18, 2013 6:30- 9:00 PM Blue Hill Public Library, Howard Room.

Minutes respectfully submitted by Julia Klein