

**Blue Hill Co-op Board Meeting**  
May 17, 2016 Blue Hill Co-op Cafe

Board Members Attending: Jim Picariello, Diane Bianco, Mia Strong, Aaron Dority, Susan Snider, Edie Dunham, Jerome Lawther,

Absent Board Member(s): Shawn Fowler (Staff Position)

Others Attending: Wynston Estis (Interim General Manager), Tom Reeve (Project Manager), Julia Klein (Minute Taker), Melanie Leach (Staff), Beth Dickens (Staff)

Julia Klein, minute taker

Susan Snider, task and decision keeper

Jim Picariello, meeting facilitator, time keeper

Approval of Minutes: **The April 12, 2016 Minutes were approved with clarification regarding Board Compensation.**

**Time Open to Owners:** No owners were present.

**Board Process**

Relocation Update: Tom thanked the Board for their edits to the Business Plan and reviewed details. He reported that the investment offerings are being finalized and literature being produced. Thanks to the member equity drive the Co-op now has 500 fully vested members. The incoming equity payments have helped keep expenses from dipping into the line of credit until April. Tom took questions. The Board congratulated him on his good work! Bruce Stahnke will be meeting with the planning Board in June.

Supervising the Project Manager: **After discussion Edie moved and Aaron seconded a motion for supervision of the Relocation Project Manager to transfer from the Board to the General Manager.** Wynston will bring reports to the Board unless it is necessary for Tom to attend.

Board Compensation: **The Board discussed whether to alter the 25% discount and approved the motion to leave it in effect as is.**

GM Report: Wynston presented her proposal for policy monitoring during her time as GM. The Board reviewed the document and clarified points. **A proposal was made and approved to hold a Board meeting on Thursday August 18, 2016 at 6:30.** Wynston will secure a room at the library and rework her proposal to accommodate the August Board meeting. The Board will review and accept the document over email. Wynston will include a rolling quarterly report – dashboard.

Wynston shared her plans for purchasing an ice flaker enabling sale of merchandise on the porch during summer. Discussion of costs and movability ensued. Wynston explained her plans for floorplan changes and keeping prices down. She will check with the accountant regarding adding the Membership Refund to the POS.

Mia voiced concern over inappropriate comments made by a staff member on social media regarding their job. Code of conduct was discussed. Wynston will check to see if any communication standards are in effect and look into the situation.

Account Signer's Authorization: **The Board approved Wynston Estis, Christine L. Ramsay, Ellen F. Sedgwick, and Michael A. Luciano as authorized signers on the checking account 80525788 and Wynston Estis as the authorized signer on 70675475 and 80690436, the savings and money market accounts.**

Use and Nature of Board Committees: The Board discussed at length the change in nature of the committees from working to exploratory due to hiring a Project Manager and relocation focused GM. The Capitol Campaign and Relocation Committees were discussed in particular. **A proposal was made and approved that the Board Relocation Committee will be dissolved and reformed as an operational staff driven group but will meet once more to discuss changes and wrap up loose ends. The Capitol Campaign Committee will be an operational Committee.** The Board will be informed through GM monitoring reports. Discussion turned to transparency in co-operatives and in the relocation campaign.

Policy Governance: Mia presented the Policy Register as revised by the PG committee and reviewed the calendar and upcoming monitoring reports. Wynston will email her monitoring calendar. Mia commented that the calendar is open to adjustment over the next year of working with it and asked for Wynston's guidance as the Board learns the monitoring process. **The Susan proposed and Jim seconded that the Board adopt the Blue Hill Co-op Policy Register dated April 3, 2016 with format refinements.**

Election Planning: Edie reported the election process is going well.

Lease: The Board discussed the lease length options and left the decision to Wynston's discretion upon meeting with the Landlord.

Member Equity Messaging: Jim recommended that Member Equity literature in print and online should be offer equity as a \$200 payment upfront with payment plans available rather than the current \$20/year for 10 years model. Wynston will work with Beth to reword literature.

Executive Session: Personnel issues.

Agenda for Next Meeting:

Election

Policy Governance

Annual Report

Monitoring Reporting Discussion

Capital Campaign Discussion(?)

Evaluation: Fantastic!

Due Date for the Board Packet: Items for the Board Packet will be due on Saturday June 11, 2016.

Next Meeting: Tuesday June 21, 2016 6:30- 9:00 PM Blue Hill Public Library.

Minutes respectfully submitted by Julia Klein