

Blue Hill Co-op Board Meeting

October 17, 2016 Blue Hill Memorial Hospital, Brownlow Conference Room

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

Absent Board Member(s): Susan Snider, Jim Picariello, TBD (Staff Position),

Others Attending: Julia Klein (Minute Taker)

Julia Klein, minute taker

Jerome Lawther, task and decision keeper

Mia Strong, meeting facilitator, time keeper

Approval of Minutes: **Edie moved to approve the September 20, 2016 Minutes with the addition of the new GM's full name. Diane seconded the motion. The motion unanimously carries.** Executive session minutes were tabled for next meeting when all board members are present.

Time Open to Owners: No owners were present. Edie raised concern on behalf a customer regarding a product. Jerome pointed out that the concern should have gone to the GM or on the comment board.

Board Monitoring

C5- G Staff Position – The Board discussed at length whether to keep the board staff seat or to change the bylaws to discard the position. **Edie moved that an amendment of the bylaw (article 4 section 4.2) regarding a staff-seat on the board be put to a vote of the owners. The amendment would remove the staff-seat and be followed by a change in policy C5-G. Deborah and Jerome seconded the motion. The motion unanimously carries.** Edie and Mia noted that they need to add the amendment to the ballot in the spring.

C6- K Board Treasurer – The Board discussed the treasurer's role and responsibilities deciding that the treasurer should maintain the board's budget and present a financial report at the annual meeting. **Jerome moved that the language of C6-K be amended to exclude the phrase ...“and will oversee maintenance of financial records and the issuance of financial statements, and filing all required reports and returns”... and include the phrase “and will maintain a board budget.” Edie seconded the motion. The motion unanimously carries.**

Ends – Mia reviewed the definition of “ends” and read the ends statement developed under the Co-op's previous policy governance board. **After consideration the board decided to table the mission statement and ends to be rewritten in a workshop with Jade Barker from CDS.** Mia will contact Jade to schedule the workshop for the first week in December. Diane offered to host.

C7 Board Committee Principles - The Board reviewed the current policy and discussed whether Co-op is in compliance. Board Development is currently the only committee.

The board was determined in compliance with C7. No changes were made. Tim requested clarification regarding the board's job. Managing the GM and monitoring policy were identified as primary responsibilities.

C8 Governance Investment – the board reviewed the policy. Mia suggested moving C8 monitoring to August or September on the board calendar to ensure that the budget is prepared on schedule. The Board discussed reintroducing owner forums during the relocation process. Mia will meet with Tim regarding budget preparation.

D Global Management Connection – Board discussed chain of command and relationship with the GM. Mia addressed the board's reaction to the policy and explained history. A lengthy discussion ensued regarding limitations on the GM and his/her relationship to the board. The board emphasized that the policy may be changed if a situation requires it. Diane shared her good feelings about Kevin as the new GM. **The board was determined in compliance with C8 and D. No changes were made.**

Agenda for Next Meeting:

Board Development Plea (Edie will check with Beth)

D2 GM Accountability

Dates with Jade

Budget - Tim

Review and Report on Assigned Tasks: To be added to the agenda.

Meeting Evaluation: Thumbs up! Very Good!

Executive Session: Personnel

Due Date for the Board Packet: Items for the Board Packet will be due on Saturday November 5, 2016.

Next Meeting: Tuesday November 15th, 2016 6:30- 9:00 Co-op Café or library. Bring a little something to share in celebration!

Minutes respectfully submitted by Julia Klein