

Blue Hill Co-op Board Meeting
September 15, 2015 Blue Hill Public Library, Howard Room

Board Members Attending: Jim Picariello, Shawn Fowler (Staff Position), Diane Bianco, Mia Strong, Edie Dunham, Aaron Dority, Susan Snider

Absent Board Member(s): Jerome Lawther

Others Attending: Julia Klein (Minute Taker),

Julia Klein, minute taker

Edie Dunham, task and decision keeper

Mia Strong, meeting facilitator, time keeper

Approval of Minutes: **The July 20, 2015 Minutes were approved with no changes.**

Time Open to Owners: No owners were present.

Directors discussed dates for the Board Retreat. Mia will email Jade Barker to get alternative dates and set up another doodle to discuss plans.

Jim raised concern regarding the cell phone tower being built in close proximity to 3 schools. Jim suggested that the Board create a letter of disapproval to US Cellular appealing as a concerned company across the street and requesting that the tower be resituated. Jim clarified that the Co-op is not against cell phone towers in general just the proximity to children. **Edie proposed that a letter to US Cellular and the Blue Hill Planning Board be drafted for approval by the Board. The Board approved the move with Mia opposed.**

Board Process

Project Manager/Relocation Update: Aaron gave an update on the recent Market Study. He reported that the Project Manager who was ready for hire took a GM position elsewhere. The position has now been in Co-op Boards. Mia suggested opening the position to Co-op Staff.

Discussion turned to geo-technical engineering currently underway at the site. Test pits will be used to determine foundation needs and cost estimates. Design aspects have undergone recent changes which will affect the roof profile and space for solar panel installation. Posts in the retail area were discussed. Further discussion will be held in the Relocation Committee meeting. The Board emphasized that the Project Manager hire is first priority and work with Gary Freidman should be suspended until the PM is in place. Susan and Edie pressed for hiring locally and recommend Julie Jo Fehrle as someone who knows the area. Susan emphasized the need to focus on fundraising in early screening for Project Manager.

Jim reported that lawyer Jeff Spalding will be able to complete preparations for loan offering and preferred share papers within two weeks of receiving necessary materials. Jim explained the dividend structure for preferred share and voting and buyout scenarios. Preferred shareholders will receive dividends before other owners. Jim asked for approval to work with the lawyers on creating a general scheme which will be brought to the Board for adjustments. Emphasis will be placed on preferred shares with loans as a second option. Jim suggested taking funds that have been saved by not

fundraising with Gary since spring and using them to hire Gary to start fundraising now. Diane shared comments with the Board from a woman she spoke with at the picnic who has reservations about how fundraising has happened thus far and is wondering what is happening now. Diane expressed that her own desire to hear real feedback from potential donors. The Board discussed timing of approaching donors. All agreed that it is time to get organized. **Jim proposed and the Board enthusiastically approved that it is time to install the carrot sign!** Jim will call Jay Peterson.

Officers Election: Mia welcomed new Board members and opened the office of Board President, Board Secretary and Treasurer for nomination. Discussion followed regarding officer job descriptions and the need for keeping continuity in the presidency. Aaron highlighted Mia's love for Co-ops and education about Co-ops. **After consideration Jim accepted nomination for President, Aaron accepted nomination for Vice President Susan accepted nomination for Secretary, and Diane accepted nomination for Treasurer as long as she has help.** Discussion turned to the bringing in new members and increasing the number of Directors. Susan commented that having a small Board as the face of the Co-op can be disconcerting in light of relocation. Jim will ask Jerome about his attendance at meetings. The need for a talented treasurer was discussed. Mia observed that that talent could come from anyone in the community who would work with the Finance Committee.

Discussion

GM Report:

Mia gave the GM report focusing on Annual Picnic numbers and such. Question was raised regarding whether Mark used the Board's Annual Meeting Budget to fund the picnic.

Annual Picnic: Mia reported that the Picnic was successful with an attendance of 332! She briefed the Board on the details and the Board responded that it should be repeated next year. Hannah and Beth did a fantastic job! Jim commented that next year he should repeat his talk every half hour or so rather than place it in the middle of the picnic. The Board suggested upping the Annual Meeting Budget.

GM Hiring Committee: Mia expressed that she wants to be on the committee and loved the process last time. Edie, Susan and Diane expressed interest in the Committee. Mia will chair the committee and will contact previous members Eileen Mielenhausen, Allison Watters, Rick Traub and Rick Pumilia. Mia suggested considering hiring a second or co-manager. Jim recommended against the suggestion. He suggested that the GM hire for a position under or beside him/her such as Store Manager. The Board will consult with Mark concerning the suggestion. Discussion turned to internal readiness for moving and the importance of the next GM having relocation experience. Need to have a committee charter approved by the Board. Mia will email a charter to the Board for approval next meeting. Executive session will be held next meeting. The Committee's first priority should be advertising for the position. Susan expressed interest in the

Relocation Committee. Mia asked for recommendations for any other great Hiring Committee members

Agenda for Next Meeting:

Relocation

Board Retreat

GM Search Committee Update.

Board Budget

Project Manager

GM Report

Executive Session

Meeting Evaluation: Mia... “Hosanna, I’m done!” Other comments... “Lively”
“Revolutionary Board meeting,” Regime change!

Due Date for the Board Packet: Items for the Board Packet will be due on Saturday October 10, 2015.

Next Meeting: Tuesday October 20, 2015 6:30- 9:00 PM Blue Hill Co-op Cafe.

Minutes respectfully submitted by Julia Klein