

Blue Hill Co-op Board Meeting - May
May 23, 2024, Blue Hill Co-op Café

Board Members Attending: Jo Barrett, Cheryl Boulet, Jenny Brillhart, Aaron Dority, Deborah Evans, Anne Gilchrist, Annie Silver, Tim Tunney.

Absent Board Member(s): Jennifer Traub.

Others Attending: Julia Klein (Minute Taker), Kevin Gadsby (General Manager).

Julia Klein, Jo Barret, minute takers
Aaron Dority, meeting facilitator, timekeeper
Annie Silver, tasks and decisions

Meeting called to order at 6:04 PM.

Approval of Agenda

Jo moved to approve the agenda. Deborah seconded the motion. The motion unanimously carried.

Tasks and Decisions Check-In

- Kevin checked with Jennifer Coolidge regarding the 501(c)(3) status of Round-Up recipients. A checkbox will be added to the application for verifying 501(c)(3) status.
- Relabeling “Local,” and “Maine-grown” products storewide is in progress but Kevin is negotiating strong opinions regarding defining the parameters.
- Kevin is working with the produce manager to explore how other Co-ops relate with their local farmers.
- Jenny sent the multi-year work plan to the board and the Strategic Leadership Committee is working on a date to meet and review the document. Jenny invited the board to comment on the plan.
- Jenny, Annie, and Anne reported that the Annual Meeting plans are in progress and that they have obtained commitments from food and wine vendors and the pianist.
- Aaron will write the BOD statement for the *Harvest Herald*.
- Jenny will write a response to the feedback from the *Plastics* article and send it to Kevin for review. Kipp will publish both the letter and the response in the newsletter.
- Annie will write a Strategic Leadership Committee report for the Annual Meeting. Jenny will bring copies of the *Plastics* article to hand out at the meeting as plastics or recycling concerns are raised.

Approval of Minutes

Jenny moved to approve the May 2, 2024 BOD Minutes with edits. Anne seconded the motion. The motion unanimously carried. Julia requested 2 month’s leave from taking minutes to focus on a family need. Jo offered to take the minutes for the evening and Julia went home.

Open Owner Time

There was a question of how customers with large vehicles could park at lunch time. More spaces were created last year yet cars were parked along the road last year. It is a challenge, especially in the height of summer.

Board Monitoring

C4 Board Meetings -

Aaron found us to be in compliance with C4. There are 3 parts and we comply with all of them.

Anne moved to accept and Jo seconded. The motion unanimously carried. (Reminder, we are doing two reports at this meeting because we don't want to have to do one at the Annual Meeting.)

C5 Director's Code of Conduct - Anne found us to be in compliance with C5. There was discussion of our need to keep up to date on Conflict of Interest forms. **Deborah moved to approve and Jenny seconded. The motion unanimously carried.**

GM Monitoring

B4 Membership Rights and Responsibilities

Kevin finds us in compliance with but thought of a way to highlight the R&R section of our "welcome card" for new Owners. This should help new Owners to learn their R&Rs. Discussion ensued as to whether Owners might be referred to as Members. There is confusion and both titles are used. We will take this up more fully at a later time after Kevin has had a chance to gather some thoughts on the matter.

See Ends Report below for approval.

Ends Report

This report highlights how we have achieved various aspects of our ends throughout the year. It was mentioned and agreed that Co-op staff do a fine job of reaching the Co-op's educational goals. **Tim moved to approve both the B4 and Ends reports and Anne seconded. The motion carried.**

Finance Committee Update – Tim, Cheryl, Jen

https://docs.google.com/document/d/1GCrb9Olc6ioNZ_QvJHc4ZpDhcuLNU1iT/edit

There was discussion regarding the ways to book the ERC (employee retention credit), esp. The year in which to do so. Kevin read a note from Wegner CPAs suggested that 2023 would be correct but Cheryl, and others, feel that it should not be until the IRS accepts our claim. Kevin will ask Wegner what happens if the funds are booked for 2023 but the IRS rejects our claim. The Co-op would not, based on this money being on the books, be obligated to pay investors dividends.

Annual Meeting Update Voting will begin on Tuesday, June 11th and end on Wednesday July 3rd at 11:59 PM. Voting reminders will go out at least weekly during the voting window.

Deborah moved to adjourn at 6:56, Anne seconded. Motion carried.

Due Date for the Board Packet: Items for the Board Packet will be due on Thursday, June 20, 2024.

Next Board Meeting: Board Meeting Thursday, June 27, 2024, 5:30 PM food, 6:00 Business meeting, Blue Hill Co-op, Café.

Minutes submitted by Jo Barrett