

Belfast Co-op Board of Directors Meeting

August 26, 2021, 6:00 pm; Virtual Meeting via Web Conference

Directors Present: Sasha Breus, Stephen Brimley, Susan Cutting (vice president), John Krueger (treasurer), Matt McConnell, Charlie Pattavina, Buck Sawyer, Heather Selin (secretary), Edward Sheridan (president), Valerie Tate.

Staff: Doug Johnson (GM), Emily Berry (scribe)

Owners: Jamie Cermak, Naya Flanzala, Thane Joyal, Nate Martin, Alessandra Martinelli, Lynne Silvia O'Connor

Agenda Review

The BOD agreed to add a discussion of rebranding following the Expansion report. With this adjustment, the BOD approved the agenda by consensus.

Minutes

The BOD approved by consensus the minutes of the July 29, 2021 meeting.

Announcements

Edward thanked all the directors for participating in the mid-month meetings with Joel Kopischke, a co-op consultant with the seven roots group.

Edward also thanked Susan for providing a venue for all the directors to meet in person.

Owner Comments

Alessandra, a former director, noted that it was good to be able to attend the BOD meeting.

Lynne thanked the BOD and staff for all the work they do and continuing to show up! She appreciates being a member-owner.

Consent Agenda

The BOD accepted by consensus policy C7 - Board Committee Principles as in compliance.

GM Reporting

Alignment

August 27th is the one year anniversary of Ronald "Goldy" Goldstein's passing. There will be a special commemoration for him in the store and social media messages.

The Marketing Department will be orchestrating an owner drive during the month of September. Directors are welcome to participate in the scheduled tabling events.

The Co-op's commercial property insurance is being moved from Cross Insurance to Allen Insurance and Financial. As a side note, Allen Insurance and Financial is 100% employee owned.

GM Update Report

The Co-op had three weeks in a row during August that all broke previous sales records. With the Co-op's sales growth they have moved within NCG's Cost Plus tier system and will receive a slight discount on wholesale goods.

When questioned what equity can do for the Co-op, Doug made it clear that equity helps when it comes

to everything regarding expansion/renovation. The Co-op has never done an owner drive before but with the new equity structure it makes sense to encourage people to invest without having to grapple with the problem of annual membership fees.

B7- Communication to the GM

The BOD had a lengthy discussion on what is being communicated to them by the GM and whether they have enough information to make decisions. This conversation mostly revolved around the subject of expansion/renovation, as well as rebranding. It was noted that the GM interprets policies based on their understanding of the BOD's role, however, if this understanding is not unified contention can occur. It was generally felt that moving forward with more communication and collaboration between the BOD and the GM will be helpful. In an effort to do so, the officers will establish a monthly meeting with the GM. It was also suggested that developing policies for expansion that the GM would be accountable for could help.

The BOD accepted by consensus the B7 - Communication to the GM monitoring report as in compliance.

B8 - Board Logistical Support

The BOD accepted by consensus the B8 - Board Logistical Support monitoring report as in compliance.

Board Administrative Matters

Finance Committee

Board committees submitted their budgets to the Finance Committee who compiled the Board budget to be included in the 2021-2022 Business Plan. The BOD approved by consensus the Board budget.

The FinCom recommended that the officers initiate efforts to begin a capital campaign. Based on Columinate's capital campaign workbook the BOD has a significant role in engaging owners and there is a lot of organizing to do before the campaign begins. Despite not having a finalized plan for renovation, it is good to start these conversations and lay the groundwork.

Owner Engagement Committee

The OEC highlighted the tabling opportunities during the September owner drive and clarified that the OEC's role is to engage with owners on behalf of the Board and the Marketing Department engages with owners for the whole Co-op.

Board Development Committee

Edward is chairing the committee temporarily. BoDev has been reviewing policies and is accepting feedback from all directors on policies of their interest. They are also delving into BOD recruitment.

Expansion

As there was nothing to note from Expansion, the BOD jumped right into their discussion of rebranding. Doug began by explaining how a unified vision for communications would be beneficial for both the organization and its owners. The goal is to identify the story the Co-op is trying to tell and carry that out into the world. The message should honor the history while adapting to the future. During this conversation, a director suggested that the BOD explore how they see the Co-op's identity and how the owners see the Co-op's identity. The BOD wondered if enough of the community had been reached out to during Pica's information gathering. They agreed that a meeting with Pica would be beneficial in moving this process forward.

Homework

Ongoing full BOD

1. Take C8 survey
2. Review & add to [Board Guidelines](#)
3. Suggest topics for strategic discussions

Officers

1. Strategic conversation topic: Role of BOD vs operations
2. Discuss in-person meeting opportunities
3. Schedule a monthly meeting with Doug
4. Look into dates for a fall retreat
5. Discuss capital campaign team

Edward

1. Contact Thane re: assistance with policy governance

All Committees

1. Discuss ways your committee can lead/contribute to a strategic direction discussion
2. Discuss in-person meeting opportunities

Board Development Committee

1. Review strategies for board recruitment
2. Review/edit the [2022 monitoring calendar](#)
3. Continue review of policy register
4. Develop plan for reviewing the Ends policy (October & November)

Owner Engagement Committee

1. Contract with online voting

Debrief

Directors were given the opportunity to share comments, concerns, gratitude, and insights regarding the meeting.

End of minutes. Submitted by Emily Berry, scribe.