

Belfast Co-op Board of Directors Meeting

October 28, 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: Annie Bussiere, Jamie Cermak, Naya Flanzala, Gina Law, Alessandra Martinelli, Michael Walter, Zafra Whitcomb

Agenda Review

The BOD agreed to table the consent agenda, addressing policy D1 - Unity of Control, until the November 2021 meeting. With this adjustment, the BOD accepted the agenda by consensus.

Minutes

The BOD approved by consensus the minutes of the September 23, 2021 meeting.

Announcements

Edward, a member of Rising Tide Co-op, sat in on their most recent board meeting. The author of *Grocery Story*, Jon Steinman, was present and Edward found him to be an inspiring character and would love to engage him for the Annual Meeting.

Heather visited Steep Hill Food Co-op in Saskatoon, Saskatchewan, a non-profit cooperative food store, and found it charming.

Owner Comments

Zafra was concerned that there was not clear signage regarding the delay in the new freezer installation and for those customers not in the know the empty shelves could be a turn-off. Additionally, he was sorry to hear of the departure of Poly Collins from the Prepared Foods Department. He also reiterated his request that the BOD's informational packets be made available to the public before the monthly meeting.

Edward requested that Doug extend the BOD's appreciation and well wishes to Jeremy Peskoe and Poly Collins for their years of dedication to the Co-op.

GM Reporting

Alignment

Doug encouraged the BOD to begin planning for the next annual meeting.

Common Cents voting began on October 18 and owners had the option to vote online or through a paper ballot. As of this meeting, 760 ballots had been cast. Voting will close on October 31.

The customer satisfaction survey had a record breaking response with 800 participants. While the survey data is still being compiled, Doug was given the 498 responses from the general comment section at the end of the survey. Doug will issue a report to be shared with the BOD, Co-op workers, and the community once the final data comes in.

GM Update Report

The BOD had no areas of concern regarding the GM Update Report and commended Doug for his good work.

The end of September is the close of the Co-op's fiscal year and this year Wegner CPAs will conduct a full financial audit (done every three years). While Wegner's report is not expected until at least January 2022, Doug was able to present a fair approximation of the final FY 2020-21 numbers. Once the final report comes out, the Finance Committee can make a recommendation to the BOD regarding patronage dividend distribution.

At this time it is not possible to compare the Belfast Co-op to other co-op using 'owners in good standing' as a parameter due to differing equity structures, number of years in operation, and various other factors. As the BOD looks to investing in the Co-op going forward, comparing ownership would be good data to have but perhaps the focus should be on personal equity goals.

A - Global Ends

The BOD inquired as to whether operations has a policy on prioritizing local purchases as a way to ensure a sustainable, local food economy. Currently there is not a policy on prioritizing local purchases, however, there are a few specific departments where the Co-op would like to prioritize local purchasing going forward. For example, there is a huge opportunity to build back the Prepared Foods department from the pandemic and part of that will be to implement goals regarding how much of the materials used to produce food come from local farms. It was also noted that the increase in local sales by year is impressive.

The data for 'affordable' includes SNAP/EBT transactions and there has been a significant increase compared to previous years. Doug interprets that as a sign of a larger economic shift in our community, indicating that more people are hurting economically. Hopefully, the Co-op's dedication to the Farm Fresh Rewards program and efforts to provide quality, affordable food has encouraged people to spend their SNAP/EBT benefits at the Co-op. The BOD was curious to know if there was also a shift in what was being purchased using SNAP/EBT benefits and Doug will be looking into that.

It was noted that due to the pandemic the Co-op's plans to provide access to free water have been stifled.

The labor related metrics, which have undergone a marked improvement over the last 18 - 24 months, continue to impress the BOD. And where they acknowledged that it is more difficult to provide the same level of service with fewer people, one director noted that they have not felt any of that strain as a shopper and hopes that it has allowed the Co-op to invest in the workers in a deeper way and retain employees longer. Doug told the BOD that he has ambitious plans for the next year to ensure that all the Co-op's workers have all the tools they need to succeed.

The BOD was also pleased to see the scores from the staff survey.

One director remarked that there was no data presented for 'empowered staff' but thought there would be data to support that matter in the staff survey.

Directors were interested in having data that included reportable injuries, illness, and improvements which would pertain to a safe work environment. Doug told the BOD that the Co-op's local broker for Allen Insurance is eager to address worker comp claims and assist the Co-op in safety trainings and awareness, in an effort to bring the number of claims down, which would mean less injuries for workers and less cost to the Co-op.

A director asked about plans to make improvements to the store that would increase worker safety. While there is cash-on-hand available now to invest toward this, materials and contractors could not be lined up until this time next year, which is when improvements are already planned for. Additionally, the supply chain has been severely disrupted, even for coolers and shelving.

The BOD accepted by consensus the A - Global Ends monitoring report as in compliance.

One director reminded the Board to be mindful of how data is interpreted, numbers aren't always simple.

They also wondered if putting together such detailed reports is necessary. Doug's opinion is that GMs and Directors need to take the monitoring reports very seriously because the reports are the only connection the Directors have to the operations. It is the BOD's responsibility to ensure that everything is running the way they intend and their connection to that is through the GM and their connection to the GM is through the report. If the GM does not fully explain intent or provide detailed information and likewise if the BOD is not fully absorbing the information then the parties are not fulfilling their obligations. Doug considers providing the BOD with monitoring reports one of the most important things he does as a general manager. He also feels that making sure the Ends align with the association is one of the most important jobs of the BOD.

Board Administrative Matters

Finance Committee

FinCom spent a lot of time this month talking about labor and inflation, attempting to get some idea of what the future might look like. They noted that the indicators are looking very strong.

FinCom would like to move forward with preparing for a capital campaign and hire Ben Sandel to coordinate this effort. Valerie came up with a list of detailed questions for Ben Sandel and followed up with the references he provided, four co-ops and one start-up. All the references whole-heartedly recommended working with Ben, additionally they followed his strategies and achieved their goals.

The BOD agreed by consensus to engage Ben Sandel to help organize and prepare for a capital campaign.

The BOD also agreed to form an ad hoc capital campaign committee with John, Valerie, and Edward as the organizers.

Board Development Committee

BoDev did not have a formal meeting in October but did have some discussions around the Ends Policy, which is ongoing, and BOD recruitment. They will be reaching out to directors about making short “why I’m on the Board” videos.

Owner Engagement Committee

OEC did not have a meeting in October but going forward they will be tackling Annual Meeting planning, BOD recruitment strategies, the Annual Report, online voting, and owner forums.

Rebranding: Name Recommendations

During October, the officers and Doug, with the help of Joel Kopischke, began discussing the official brand name of the Belfast Co-op, possible alternatives, and who has the authority to make a name change. During this meeting, Doug presented the BOD a proposal in which he championed *Belfast Community Co-op*, as the brand name that most resonated with him. He also asked for clarity regarding whether he or the BOD had the authority to make this decision. The officers requested that Doug propose three potential names for the store and provide a short rationale for each. Several directors spoke up in favor of Belfast Community Co-op, citing that Co-op owners from all over the area consider Belfast, and the Co-op specifically, their community. Although there was no official resolution to the matter of who decides, several directors were of the opinion that the decision should be made collaboratively with the GM. In this decision, as in all the decisions the BOD makes, they want to be sure they are adequately representing the owners. The BOD has a retreat scheduled for November 8th which will give them an opportunity to discuss this further.

Homework

Ongoing full BOD

1. Take C4 survey
2. Review & add to [Board Guidelines](#)
3. Discuss ways your committee can lead/contribute to a strategic direction discussion

Doug

1. Look into SNAP purchases
2. Revise name change proposal based on Edward’s submitted expectations

Officers

1. Strategic conversation topic: Role of BOD vs operations
2. Discuss in-person meeting opportunities

3. Look into dates for a fall retreat
4. Discuss capital campaign team
5. Discuss making the BOD packet public

Edward

1. Contact Thane re: assistance with policy governance
2. Submit expectations to Doug re: name change proposal

Valerie

1. Send the BOD notes re: Ben Sandel

John

1. Respond to Ben’s email to initiate the contract
2. Touch base with Valerie & Edward re: capital campaign committee

Board Development Committee

1. Review strategies for board recruitment
2. Review/edit the [2022 monitoring calendar](#)
3. Continue review of policy register
4. Compile candidate nomination packet

Owner Engagement Committee

1. Contract with online voting
2. Begin Annual Meeting planning
 - a. Set date
 - b. Virtual vs. in-person

Debrief

Directors were given the opportunity to share comments, concerns, gratitude, and insights regarding the meeting. John felt some pain during this meeting and hopes that everyone is learning to work together as a group.

Valerie extended appreciation to the officers for taking on the extra work. She would like to see the BOD work as one group as opposed to two entities, more communication would be helpful.

Susan acknowledged that parts of the meeting were hard and appreciated the honesty from everyone. She recognized that the directors were present and sharing their different perspectives, which is important and the path toward coming together.

Edward thanked everyone - directors, staff, and owners, for attending. He is looking forward to a robust discussion on the 8th and coming out of that with clear direction on rebranding.

End of minutes. Submitted by Emily Berry, scribe.