

BOARD OF DIRECTORS MEETING MINUTES: June 27, 2013

PRESENT: Jane Awbrey, Ron Braybrook, Cindy Canavan, Jeanne Gail, Betsy Garrold, Chris Groden, Debbi Lasky, Jean Lenderking, Paul Nyren, Kip Penney, Meg Peterson, Phil Prince, Jerry Savitz, Janis Stone, Zafra Whitcomb

GENERAL MANAGEMENT TEAM (GMT) MEMBERS: Joe Jordan

ABSENT: Bindy Pendleton, Chris Grigsby, Mylisa Vowles

MEMBERS: Gail Clark

FACILITATOR: Kip, VIBE-WATCHER: Debbi, TIME-KEEPER: Betsy, Zafra, and the gadget

ANNOUNCEMENTS: Copies of the CBL-101 workshop booklet are available in the Board Box

CONSENT AGENDA: Accepted by vote with 2 minor corrections: 14 in favor, 0 opposed, 0 abstained

MEMBER COMMENTS:

- 1) In a letter to Bindy, a member stated that his \$4.36 patronage dividend "means nothing to me."
- 2) Another member considered his \$3.00 patronage dividend "almost insulting".
- 3) Two other members reportedly were pleased with their dividends.
- 4) Zafra, speaking as a member, suggested that we don't distribute a dividend unless the total amount to be distributed is beyond a set threshold.

GMT Report: Please sign-up to volunteer for Community Appreciation Day, and preferably sign up for early in the day.

A lively discussion ensued on what to do in response to the NCGA store audit suggesting that we eliminate the children's area and re-configure the bread shelf to solve the traffic bottleneck there, as well as who is responsible for the plan. Issues raised included concerns about depriving members of a children's space, member space, and therefore community space; liability of leaving children unattended. As time ran out for this agenda item, the discussion was continued in the NCGA audit time slot.

FINANCE COMMITTEE: The Committee announced that the Sheepscot Wellspring Land Alliance (SWLA) Board approved their loan to the Co-op. It will be an interest-only, 3-year, fixed, straight loan, at 3.25%.

The key indicators show that our income has increased over 9% above this time last year, although expenses due to health insurance and training are also up.

OVERVIEW OF CONSENSUS DECISION-MAKING: The packet handout is self-explanatory, but Betsy gave a few examples of fine points in the process. For example, rather than prolonging the discussion or conducting a poll, the facilitator can simply say, "Does anyone object, if not, we'll move on." In the case of a Director objecting to the proposal, he/she can simply "stand aside" without blocking it, propose a friendly amendment, or actually block the consensus causing the issue to go to a vote. While some Directors commented that the algorithm seems unduly complicated and inefficient, or that they were fearful of abandoning Roberts Rules of Order and voting, or they were concerned about the legality of consensus process, it was noted that consensus more than fulfills the 2/3 vote specified in our By-laws. If the process is fully documented in the minutes, there is virtually no legal risk.

NCGA STORE AUDIT OVERVIEW: More animated discussion about the updated bread-rack plan to eliminate the existing traffic bottleneck ensued, broadened to the utility of the gift area versus the value of entering the store via an enlarged Produce Department, and a variety of individual suggestions. It was proposed and agreed by consensus that it is the GM's authority to decide and implement the plan for the bread rack.

MEMBERSHIP COMMITTEE: A sub-group of the committee, comprised of Cindy, Janis, Peri, and Jane, in order to increase the community feeling and comfort of members in the store, has proposed to call new members monthly, and offer them a personal tour with introductions to Department Managers. They also plan to hold tours open to the public on the third Saturday of each month at 10am.

ELECTION AND NOMINATIONS COMMITTEE: As to improving the nomination and election process, the most important need is for all Directors to engage in recruiting new members year-round.

LOW INCOME DISCOUNT PROGRAM: Joe has sent the proposal to Directors by email. It was accepted by consensus. Concerns that the program might not meet mission of the Co-op, and

that 15% is not enough of a discount to help those in financial need, will be reviewed one year after the program has been in effect.

MEETING REVIEW: Next meeting July 25. FACILITATOR: Kip, SNACKS: potluck

HOMEWORK:

All - sign up for CAD;

Does anyone know what happened to the list of potential Board candidates?

Send any suggestions for by-law changes to Debbi or Kip;

All - read materials on policy governance.

End of minutes. Submitted by Jeanne Gail, Scribe