

Belfast Co-op Board of Director Minutes, March 27, 2014

PRESENT: Jane Awbrey, Ron Braybrook, Cindy Canavan, Jeanne Gail, Betsy Garrold, Doug Johnson, Debbi Lasky, Jean Lenderking, Paul Nyren, Bindy Pendleton, Kip Penney, Meg Peterson, Phil Prince, Jerry Savitz, Zafra Whitcomb

GMs: Joe Jordan, Mylisa Vowles

ABSENT: Chris Groden, Janis Stone, Chris Grigsby

DIRECTORS ELECT: Nixie Bombardier, Alessandra Martinelli

FACILITATOR: Kip TIME-KEEPER: Paul VIBE-WATCHER: Debbi

ANNOUNCEMENTS: Working agreements: see page 5 of Handbook

ELECTION RESULTS: After being signed off by 2 directors in the ballot counting session, the results were accepted here by the whole Board, by consensus. Discussion: it was decided to formally install the new directors at the end of this meeting, so as to give the exiting directors their full terms.

CONSENT AGENDA: After correcting the spelling of Cindy Canavan's surname, and marking her absent in the minutes of the Feb. 27 meeting, as well as correcting the date of the next board development meeting to April 1, the consent agenda was approved by consensus.

MEMBER COMMENTS:

- 1) A member urged us to introduce board candidates at “Meet the Candidates” events.
- 2) A member asided why we justify sending and sponsoring board candidates not yet elected to functions such as the Keene conference.

ANNUAL MEETING REVIEW: The questions and comments written on cards by members have been collated, and the results are being passed around. Karin and Jeanne also recorded the verbal questions and answers. Both of these will be sent out by email, and hard copies will be available. Planning for the AM seemed a bit rushed, as the working group only had 2 months. It seems that the Membership Committee should be tasked with AM planning.

There was some disruption of the keynote speaker's talk by an attendee who is not a member, and who appeared to be “politicking.” Her behavior was interrupted by a director, although the facilitator did not intervene. She was soliciting signatures for the “Money is Not Speech—anti-Citizens' United Campaign,” and for this was asked to leave, but she refused. The Hutchinson Center also has rules against “advocacy politics.” We realize that the public is invited to our Annual Meeting and to our Board meetings, however.

During this discussion, this issue morphed into, or was conflated with, advocates for signatures outside the Co-op storefront, where a member had complained of someone campaigning “aggressively” too close to the door.

Other brief comments about the A.M.:

Name tags: a director disliked use of first name only; another considered duplicate plastic badges wasteful

Length of the meeting: "too long;" but the agenda was planned so members could attend any sessions they desired; Q & A too short; nice to have time between Q & A and mealtime for members to discuss questions with directors; some chefs' descriptions of their dishes were too long.

Meeting in general: Bindy received many favorable comments.

GENERAL MANAGEMENT TEAM: The new produce cases arrived early, will be moved in Tuesday night into Wednesday. The Marsh River Co-op in Brooks will take the old ones, sparing us the expense of disposal. "Love Local Day" will be held once a month, with 10% off all local products.

FINANCE COMMITTEE: We are \$10 K ahead of budget. The weather has been challenging, but we have had less of a loss than expected. On the question of why we still have old notes among our debts: we have been unable to find the lenders; it's not a question of not having the money.

BOARD DEVELOPMENT COMMITTEE: Augusta Principle 6 Conference: Jane Livingston's workshop on trust and trustworthiness was notable. Those attending the sessions on Policy Governance, MOGFA's organic certification, and workers' co-ops said they also were worthwhile.

Second Keene conference: Zafra, who attended both Keene meetings, thought the second one was better organized and valuable. Several who went were impressed with rapid growth and expansion of some of the co-ops, e.g., Northampton, MA.

We suggested that the GMs consider budgeting funds for staff to attend these meetings in the future.

#### NEW BUSINESS:

Since no current or new directors volunteered for the task of Scribe, it was proposed that Jeanne continue as Scribe, with regular Directors' compensation, pending Zafra checking on available funds in the Board budget.

We discussed the potential duplication of effort of the Building and Grounds, and Long Range Planning committees. Suggest that the 2 committees meet together to clarify their goals and roles. Ideally, all committees should review their charters yearly.

#### ITEMS FOR NEXT MEETING AGENDA:

All committees review their charters and include that in their next monthly note.

Election of officers

All directors choose their committee assignments

All directors review and sign the Code of Conduct

Thank retiring directors and welcome new directors

MEETING REVIEW: It would be beneficial to resume doing meeting reviews routinely, as we have lapsed of late. The facilitation of the agenda was a little rough, although the inadequate WiFi in this room contributed, and may possibly be improved.

**HOMEWORK:**

Committees review report writing guidelines and also edit their charters and include these in their next report.

Next newsletter deadline is April 15. Someone write a piece about the Annual Meeting.

Nominations and Election committee report on the election process and ballots

Board Development committee work on calendar

All directors choose committee assignments

**PARKING LOT:** Look up petitioning in front of store in the by-laws

GMs look into supporting staff to attend regional Co-op meetings

**NEXT MEETING:** April 24. Note, this is school vacation week, as well as FEDCO Tree week, and furthermore, the Board retreat comes up the following weekend.

End of minutes. Submitted by Jeanne Gail, scribe