

Belfast Co-op Board of Directors Meeting Minutes, July 24, 2014

DIRECTORS PRESENT: Nixie Bombardier, Cindy Canavan, Betsy Garrold, Doug Johnson, Debbi Laski, Jean Lenderking, Alessandra Martinelli, Bindy Pendleton, Kip Penney, Phil Prince, Jerry Savitz, Zafra Whitcomb

GMs: Chris Grigsby, Mylisa Vowles

MEMBERS: Jeanne Gail, scribe

ABSENT: Ron Braybrook, Chris Groden, Meg Peterson, Janis Stone, Joe Jordan

FACILITATOR: Cindy TIME-KEEPER: Debbi VIBE-WATCHER: Bindy

ANNOUNCEMENTS:

- 1) Zafra is now officially on the Board of the Cooperative Grocer Network (CGN), which publishes "Cooperative Grocer" magazine and maintains <http://cooperativegrocer.coop> website, so he will receive financial support for travelling to the CCMA meeting in Boise in June
- 2) Bindy invited all to the "60's Birthday Party" on Saturday, July 26 at the Blue Goose, potluck at 6:30, and dancing at 8:00
- 3) Volunteers please sign up for Community Appreciation Day: help is needed for breakdown

CONSENT AGENDA:

- 1) Note that the Purchasing Policy Committee did meet, but Zafra did not receive their report
  - 2) Error in the minutes: "philosophy of Policy Governance," not Purchasing Policy.
- Accepted by consensus after above corrections.

OLD BUSINESS: Request by Kevin Donovan for return to him of the deferred portion of his patronage dividend and his equity investment. Jeremy and Mylisa met with him, as did Kip separately. Reportedly, another member is also leaving the Co-op and wants his money refunded. We need to set a policy to cover these requests, and make this clear when people join the Co-op, not just at the annual meeting—which not everybody attends, and in the patronage dividend letter—which not everybody receives. In discussion, Zafra remarked that Bruce Mayer, author of the Patronage Dividend Primer, said he never heard of returning the retained portion. In contrast, FEDCO has a policy of returning it in emergencies, such as divorce. It was agreed that we will pay a member this week, and that the Finance Committee will prepare a policy on returning retained dividend, and bring it for review to the August meeting. Membership committee will work on text to address this in new member brochures.

MEMBER COMMENTS:

- 1) Kate Harris thanks the Board for supporting her attendance at the CCMA conference
- 2) A diabetic member, on being told that non-caloric sweetener is available behind the deli counter, opined that there should be a sign to that effect

BOARD DEVELOPMENT COMMITTEE:

All please note and read the Board Calendar, Decision Tree for handling GM monitoring reports, and process of Board's Delegation to GM handouts. To start using policy governance, according to the board calendar, we could start B1, on financial condition and activities, in August. We have the data. Interpretation can evolve with changing needs. Bylaws may need to be changed. Thane has suggested that we start working up the data, rather than do interpretation the first year, data the second, and review the third year. Chris likes the idea of adopting policy governance because now the GMs will have a policy-based format for writing their reports, while until now they just wrote what they thought the Board wanted to know. Similarly, PoGo will enable some committees, e.g., purchasing policy, to have clear goals. It was proposed and agreed by consensus that we will adopt policy governance, along with the board calendar, starting with reports in September 2014.

**MEETING REVIEW:**

**HOMEWORK:**

Finance committee to bring a draft patronage dividend policy

Membership to bring draft statement for new member brochure on patronage dividend and equity

Board Development committee will do more work on policy governance

All committees that are overdue plan date for their “meet and greet” event

Bylaw committee will report on proposals

All come with draft of ends statement

**PARKING LOT:**

review on market study

**NEXT MEETING:** August 28; **FACILITATOR:** Cindy

**AGENDA FOR NEXT MEETING:**

Kate and Zafra will report on the CCMA conference

newsletter articles

End of minutes

Submitted by Jeanne Gail, scribe