

Belfast Co-op Board of Directors Meeting

July 28, 2016 6:00pm Waterfall Arts Building, Belfast ME

Directors Present: Justin Howard, Alessandra Martinelli (vice president, treasurer), Judith O'Donovan, Bindy Pendleton, Lindsey Schortz, Andrew Watkins, Zafra Whitcomb

Absent: Ron Braybrook (president), Betsy Garrold, Patti LeClair (secretary),

GM: Doug Johnson

Staff: Emily Berry (scribe)

Owner: Kip Penney

Facilitator: Justin

Time-keeper: Lindsey

Vibe-watcher: Bindy

Agenda Review

The BOD agreed to table the discussion of policy C2.9 – The Board's Role. With this adjustment, the agenda was approved by consensus.

Announcements

Waterfall Arts will be hosting a dance on Saturday August 20 at 7pm to benefit the revival of the Thorndike Mill.

Judith O'Donovan tendered her resignation as a BOD member. Judith's work has been appreciated by all and her enthusiasm will be missed.

Minutes of Previous Meeting

The minutes of the June 30, 2016 BOD meeting were approved by consensus.

Member-Owner Comments

Member-Owners have commented to directors that they appreciate the new colors in the store.

A member-owner stated that he liked the ice cream freezer near the registers.

The recent ice cream social was well received and Stone Fox Farm Creamery proprietor, Kathy Chamberlain, commented that she was serving samples non-stop during the event.

GM Reporting

Alignment

The GM requested and has received a proposal from CDS consultant, Bill Gessner regarding exploring/pursuing a possible expansion. Bill has an extensive background in planning for expansion and has worked with co-ops of all sizes. The BOD will be receiving references on Bill Gessner to get a better picture of his body of work and what he can offer the Belfast Co-op. The BOD discussed splitting the professional services expense between the Board and operations budgets. The BOD has

not made a decision whether to move ahead with Bill's proposal. Should the BOD agree to Bill's proposal, the collaboration could potentially begin by mid to late October.

Management from the Marsh River Co-op approached the GM to see if the Belfast Co-op would be interested in participating in a co-buying program. Belfast is amenable, the logistics are still being worked out.

GM Update

July has seen significant changes to the security of the Belfast Co-op's assets. In addition to security updates that have been installed in the front end, the completion of the 'counting room', and the securing of an armored car for bank collections and deliveries, a new firewall has been installed to protect our data and the IT department will continue to work on internal security.

The GM reported on upcoming capital improvements and is researching funding by the P6 Fund through the Shared Capital Cooperative.

Ends Report 2016

Reporting on the Belfast Co-op's Global Ends Policy encompasses two monitoring periods. The BOD will continue their discussion of the GM's Ends Report in the upcoming BOD meeting, September 1st, where they will determine if they accept or not the report as in compliance.

Board Administrative Matters

Treasurer's Update

The finance committee discussed the possibility of switching to Wegner CPAs for financial statements, while still retaining a working relationship with Nickerson Professional Association.

The GM decided that the assurances of loan repayment, formerly known as promissory notes, will be forfeited to the state by the end of the fiscal year.

Board Development Committee Report

Tentatively, Thane Joyal, of CDS Consulting, will be conducting a regional CBL 101 training hosted at Rising Tide Community Market in Damariscotta, Saturday October 22. The BOD Fall Retreat, harvesting at Veggies for All in Unity, also planned for October 22 will be rescheduled to allow directors to attend both.

C6 – Officers' Roles

The BOD accepted by consensus C6 – Officers' Roles as in compliance.

BOD Meeting Times Aug/Sept

The BOD agreed by consensus to move the August 25th meeting to September 1st and the September 22nd meeting to September 29th.

Homework

Full BOD

- Watch Bill Gessner video sent by GM via email on July 5
- Review Global Ends Policy and Ends Report to continue discussion
- Attend Forum August 10 & Anniversary Bash August 13
- Submit to Board Development Committee
 1. comments regarding director stipends (remain the same?)
 2. comments regarding commitment to sending people to CCMA in Minneapolis
 3. C7 – Board Committee Principles
 4. edits of 2017 BOD calendar
 5. comments regarding C2.9 – The Board's Role re: member communication

GM

- Send Bill Gessner references to BOD
- Contact Thane Joyal to confirm CBL 101 training for October

Alessandra

- Contact Veggies for All to reschedule
- Newsletter article by August 15

Next Meeting September 1, 2016 – Agenda

Ends Report 2016

C7 – Board Committee Principles

C2.9 – The Board's Role

FY2017 Budget

GM's CCMI Equity Project Presentation

End of minutes. Submitted by Emily Berry, scribe.