

## **Belfast Co-op Board of Directors Meeting**

August 24, 2017 6:00pm Waterfall Arts Building, Belfast ME

**Directors Present:** Ernie Cooper, Betsy Garrold, Shannon Grimes, Justin Howard, Violet Jastram, Alessandra Martinelli (president), Lindsey Schortz (treasurer), Andrew Watkins (vice-president), Zafra Whitcomb (secretary)

**Absent:** David Balicki, Ron Braybrook (leave of absence)

**GM:** Doug Johnson

**Staff:** Emily Berry (scribe)

**Facilitator / Time-keeper:** Alessandra

### **Agenda Review**

The BOD agreed to add the topic of Monthly Meeting Location under Board Development Committee in the Board Administrative Matters section of the agenda. With this adjustment, the BOD approved the agenda by consensus.

### **Announcements**

Common Ground Fair will take place prior to the next monthly BOD meeting. During the fair, Zafra will be leading a discussion group on Consumer Food Co-ops: Past, Present, & Future, Saturday at 10am. Also during the fair, the Cooperative Maine Business Alliance will be tabling in the Political Action Tent.

### **Minutes of Previous Meeting**

The minutes of the July 27, 2017 BOD meeting were approved by consensus.

### **Owner Comments**

An owner commented that the bike rack between the parking lot and the store is unsafe, as you have to step into the parking lot to walk around it.

Another comment was that the table located in front of the emergency exit door in the cafe often blocks people who would like to use the door and the owner recommended removing this table in the summer months.

One owner was impressed with the success of the Common Cents program.

An owner provided feedback that the Tierra Farms packaged dried fruit and nut containers are hard to open.

An owner commented that since the location of the water has been changed, the cafe is harder to navigate, especially for customers in wheelchairs.

A seasonal owner was very pleased with the changes that have happened in the past year.

Another owner appreciated the extra porta potty option (even though the porta potties were meant for the bathroom renovation that has yet to happen).

## **Board Administrative Matters**

### **Treasurer's Update**

The Finance Committee reported that there is a reasonable chance the Co-op will break even by the end of the fiscal year. In their committee meeting, they spoke about transitioning to staffing for the slower months with seasonal employees hired for the busy summer months as a strategy for controlling labor costs. Another topic the committee discussed was auditing, if and when to have an audit. Bruce Mayer, from Wegner CPAs, has provided some information, but so far, no decision has been made.

### **Board Development Committee**

The Board Development Committee will be submitting a budget similar to the budget submitted for FY2017, which covers the cost of travel and expenses for board educational events and other development expenses. The committee also clarified their role in the election process, they will be focused on recruitment and orientation, while the owner engagement committee will focus on the actual election.

The BOD will soon have Belfast Co-op t-shirts in which they can publicly represent the Co-op with "Board Member" printed on the back.

### **Monthly Meeting Location**

This discussion included the pros and cons of moving the meeting space, particularly if it were moved to the Co-op's conference room. The BOD agreed the newly renovated space in the UU Church seemed the most viable option and the Board Development Committee will research the details before the BOD makes a decision.

### **C7 - Board Committee Principles**

The BOD discussed whether committee charters should be rechartered annually, no decision was made. The BOD also discussed establishing a format for committee reports so that items for discussion, action, and information are clearly and consistently labeled.

The BOD accepted C7 - Board Committee Principles as fundamentally in compliance (with some room for improvement).

### **Owner Engagement Committee**

The Owner Engagement Committee has proposed using the Belfast United Farmer's Market as the venue for the 2018 Annual Meeting. The BOD agreed to move forward with this proposition.

The Committee will be hosting the October forum with a zombie apocalypse theme.

The Committee has also been working on creating an ambassadorial program and the BOD has agreed that they can begin to discuss the program with the various organizations they would like to coordinate with.

## **GM Reporting**

### **Alignment**

Doug met with Tom Kittredge, Economic Development Director for the City of Belfast, to discuss issues regarding future expansion such as parking and development ideas. Tom expressed support for whatever direction the Co-op takes, but did not share any particular strategies or goals of the City. Doug will be meeting next with Wayne Marshall, City Planner, to discuss similar expansion issues.

The project to cover the floor has been put on hold while Doug continues to look into products and financing. The local installer is still interested and could schedule the work in late September or early October.

Doug would like to do a shopper survey. There is a survey available through NCG, and depending on the package purchased, NCG will compile the data and submit a report. If NCG is used, the data can be

compared to other co-ops. Doug will research which level of reporting would work best for the Co-op and set aside money in the budget.

Doug has observed a lack of professional development training for the position of Buyer. He has contacted NCG and hopefully, perhaps with his help, they will develop best practices and fundamental skills for this role that is applicable across departments, and be a resource for other co-ops.

#### **GM Update**

The Co-op parking lot will be resealed August 27-28. The BOD suggested having more staff present to soothe inconvenienced shoppers.

Doug will be attending the NCG Fall Meeting, September 13-14, in Minneapolis, MN. Each year NCG votes in new members and the Portland Food Co-op is in the running with a good chance of being accepted.

Terry Bowling, NCG Eastern Corridor Development Director visited the store on Wednesday August 9th and had nothing but good things to say about the Co-op.

#### **A - Global Ends**

The discussion the 2017 Ends Report centered around whether this was the policy the directors wanted. Some directors feel that the policy doesn't encompass everything that it needs to, that it is clunky and lacks an expansive quality, while others expressed satisfaction and questioned the need for change. No decision to change the policy was made and the discussion ended with the reminder that Thane Joyal, CDS Consultant, defines an ends statement as one that answers the questions: what; for whom; and at what cost?

The BOD accepted by consensus the A - Global Ends monitoring report (2017 Ends Report) as in compliance.

#### **Homework**

##### **All Committees**

- Submit committee budgets to Zafra as soon as possible, final deadline: week of Sept 10
- Look at charters for updates

##### **Full BOD**

- Submit ideas for Annual Meeting to owner engagement committee
- Submit feedback on Zombie Apocalypse event
- Submit ideas to Doug for Co-op Month (October) that the Belfast Co-op can do alone or collaboratively
- Inspect UU Church space

##### **Owner Engagement Committee**

- Date/Venue for October forum
- Research other co-ops' membership structures

##### **Zafra**

- Outline *Rootstock* articles for e-voting/splitting emails/individual accounts
- Ends Policy as Google doc
- Send out list of committee members

##### **Board Development Committee**

- Discuss director attendance at outreach events - idea of making it mandatory to attend 2 per year
- Find article or video on P5 -- Education, Training, and Information, and send to full BOD before Sept meeting
- C8 survey

***Doug***

- Contact Maine Grocers' Association re: buyer training
- Forward email from Melanie re: staff survey

***Finance Committee***

- Look into variances in occupancy costs

**Next Meeting September 28, 2017 - Agenda**

B1 - Financial Condition and Activities

B2 - Business Planning and Financial Budgeting

C8 - Governance Investment

Membership Structure

P5 - Education, Training, and Information

End of minutes. Submitted by Emily Berry, scribe. Reviewed and edited by Zafra Whitcomb, Secretary.