

Belfast Co-op Board of Directors Meeting

December 22, 2016, 6:00 pm, Waterfall Arts Building, Belfast ME

Directors Present: Ron Braybrook (vice president), Betsy Garrold, Justin Howard, Alessandra Martinelli (president), Bindy Pendleton, Lindsey Schortz (treasurer), Andrew Watkins

Absent: Zafra Whitcomb (secretary)

GM: Doug Johnson

Staff: Emily Berry (scribe)

Owners: David Balicki, Shannon Grimes

Facilitator: Alessandra

Time-keeper: Lindsey

Vibe Watcher: Bindy

Agenda Review

The BOD agreed to move the Membership Committee Charter to the beginning and add the topic of *Poland Spring* to Board Administrative Matters. It was also determined that Andrew would lead the Board Development Committee discussion. With these adjustments, the BOD approved the agenda by consensus.

Announcements

There is a Primo Cubano Dance Party, Friday December 30 at the Shrine Club in Belfast. Tickets are \$10 at the door, extra proceeds will go to the Belfast Soup Kitchen. There is a potluck from 7-8 pm and dancing 8-11 pm.

Andrew is looking for participants to play *Co-opoly*.

Minutes of Previous Meeting

The minutes of the November 17, 2016, meeting were approved by consensus.

Member-Owner Comments

A member-owner commented that Hannaford has a sustainability coordinator, what do we have?

A member-owner was curious about employee turnover; employees are leaving voluntarily, what is the cost and cause?

A member-owner commented that removing the literature from the front window makes it less inviting and they are missing the free publications in the cafe.

A member-owner noted that stalks of brussel sprouts were significantly less expensive at the farmer's market than the Co-op.

A member-owner commented that the aspen tree on the laundromat side of the Co-op looked dangerous; the GM let the BOD know that the dead sections were removed earlier in the week.

A member-owner asked if the Co-op could stop carrying Poland Spring products.

A director's extended family commented that they were happy with the Thanksgiving turkey process this year.

GM Reporting

Alignment

A store reset has begun with aisles 4/5, consisting of wine, bulk coffee, chips, drinks, etc. The next project will be to combine the shelves between aisles 2/3 and 3/4 to create one set of shelves between two aisles. The increased width of the aisle should noticeably improve shopper experience and the current reset has

already garnered positive feedback from center store clerks who stock the shelves. The new shelving allows for entire cases to be stocked, increasing efficiency. Ultimately, the bulk coffees will be relocated so that all bulk items are in the same area and the beer and wine department will gain that shelf space. With the new shelving and center store resets, sealing the floors may not be a reality for this fiscal year. However, the new shelving can be lifted and moved to accommodate work on the floors when that is scheduled. A new fire alarm system and security camera system will be implemented soon. The Co-op will see considerable savings by running both system's wires throughout the store at the same time. The IT department and the security company have reached a resolution and a plan for installation is eminent.

GM Update

The Belfast Soup Kitchen received the largest Common Cents donation to date: \$4,572.96. Nominations for Common Cents recipients for the 2018 calendar year will begin January 2 and run until the Annual Meeting in March, where owners will have the opportunity to vote for the nominated organizations.

The Co-op's fresh departments are making an impact with local vendors; during the Thanksgiving holiday, sales in Produce were up 16% from last year.

Starting in January, the Co-op is moving to a self-insurance plan through Aetna. The staff should see the savings in their paycheck and in lower deductibles. There is a risk that the Co-op will be priced out of self-insurance and will have to return to a conventional plan next year. The BOD requested an annual update on staff health insurance, generally covered under the B6 – Staff Treatment and Compensation monitoring report.

The Co-op's net income for the month of November and YTD is negative, down from the budget and down from where we were last year. The ebb and flow of seasonal business is frustrating and the co-ops along Maine's coast deal with this, yet this seasonality is relatively unique in the co-op world. The Belfast Co-op is grappling with staffing and personnel costs and is working toward a future with fewer part-time employees, with a preference for employees who work full time and receive better pay and benefits.

B1 – Financial Condition and Activities

The BOD accepted by consensus the B1 – Financial Conditions and Activities monitoring report as not in compliance with a plan to achieve compliance. The FY 2017 budget is the business plan that will achieve compliance.

B5 – Treatment of Customers

Discussion around monitoring report B5 – Treatment of Customers touched on a shopper survey for 2017, with no plan as of yet to when that will be held. Additionally, the BOD would like to see more of the dialogue which accompanies customer comment cards.

The BOD accepted by consensus the B5 – Treatment of Customers monitoring report as in compliance.

Board Administrative Matters

Membership Committee

The BOD ratified by consensus the Membership Committee Charter.

The BOD agreed by consensus to the proposed dates for the upcoming election cycle and Annual Meeting. The director candidate nomination period will run from January 1 – February 19; the Annual Meeting will be held March 19, with a March 26 snow date; the elections will run from March 19 – April 23 and will be extended if quorum is not reached.

Bylaws Committee

The Bylaws Committee will facilitate the upcoming January 11 Owner Forum to educate owners on proposed bylaw changes. The committee will also compile a survey for the full BOD in which directors can approve the proposed bylaw changes for addition to the ballot.

Treasurer's Update

The Finance Committee discussed the current housing trend of Belfast area homes being purchased for seasonal occupancy and how this could impact Co-op sales.

The committee also discussed that although the Co-op is experiencing a down quarter it is still important to invest in the physical plant and it would be helpful to communicate this to the owners.

C5 – Directors' Code of Conduct

The BOD agreed by consensus to table this discussion until the January 26 meeting.

Poland Spring

Ultimately, it is the decision of Co-op management whether Poland Spring products are removed from the shelves. However, it is generally felt among the BOD that these products should be removed and replaced as they are not in keeping with our Policies. The BOD recommendations included owner education, an in-store water bottle refill station, selling inexpensive reusable bottles, and an inventory of Nestle products. A director also felt that depleting and exploiting Maine's groundwater is a threat to sustainability and the local food economy putting Poland Spring products at odds with our Ends Policy. Another director informed the BOD that Belfast's water board stated Poland Spring is looking into Belfast's aquifer and yes, it could happen. And another director reminded the board that Poland Spring is just an example of a much larger problem.

Homework

GM

- Send BOD article re: Hannaford
- Keep BOD up-to-date on Poland Spring products

Zafra

- Share google doc of bylaws changes with full BOD
- Send minutes of December Board Development Committee meeting

Scribe

- Talk to Jason re: filming at Forum

Betsy

- Reach out to Nisha of Food & Water Watch re: talk at the Library

Bindy

- Keep track of articles/educational materials re: Poland Spring

Bylaws Committee

- Send out survey to full BOD
- Schedule meeting

Full BOD

- Send feedback to bylaws committee
- CBLD in January, figure out if you are going

Treasurer

- Newsletter article re: physical plant improvements

Next Meeting January 26, 2017 – Agenda

B – Global Executive Constraint

C – Global Governance Commitment

D – Global Board Management Connection

C5 – Directors' Code of Conduct

End of minutes. Submitted by Emily Berry, scribe.