

Belfast Co-op Board of Directors Meeting Minutes, May 28, 2015

DIRECTORS PRESENT: Ron Braybrook, Betsy Garrold, Doug Johnson, Debbi Lasky, Alessandra Martinelli, Judith O'Donovan, Bindy Pendleton, Kip Penney, Phil Prince, Zafra Whitcomb

GM s: Chris Grigsby, Joe Jordan, Mylisa Vowles

MEMBERS: Paul Nyren, Jeanne Gail, scribe

ABSENT: Jerry Savitz

FACILITATOR: Ron **TIME-KEEPER:** Bindy **VIBE-WATCHER:** Phil

ANNOUNCEMENTS:

Nixie has resigned from the Board; he will be leaving Belfast in the Fall.

Chris Grigsby will resign as of June 10 to take another job with Crown o' Maine

Expression of deep thanks to Chris for all his work.

CONSENT AGENDA: An unintended early draft of the minutes was distributed in error, without statements by Thane Joyal, and with provisional and missing sections marked by the scribe in brackets for revision. This draft will be edited by next month.

MEMBER COMMENTS:

A member asked why the wine-tasting was closed an hour early.

A member at the meeting expressed concern that the reduction in Senior Discount may decrease sales receipts.

PRESIDENT'S COMMENTS: The president stated that all should read the informational segments of the packet ahead of time, and any questions resolved before the meeting. In order for this to be accomplished, all committee reports should be sent in as soon as possible.

GM REPORTING:

The GM s report that the flat customer count, and low sales growth that the Co-op is experiencing is a national trend. Co-ops have lead the nation in healthy food choices, but now our products are available everywhere. We should emphasize the co-operative difference, ownership model, community support, and especially trust in your grocer. In response to this situation, the GM s propose to reduce the Senior Discout from 10% to 7.5% for members, to eliminate it for non-members, and to reduce the CORE discount from 15 to 12.5%. To ease the pain, they propose that seniors could use an e-coupon to use their discount one time per week, instead of Tuesdays only. Financially challenged seniors could join the CORE program. Note that discounts to member seniors, \$62,201, far exceed those to non-member seniors, \$2648. Staff discounts will not be changed, since they are considered benefits, although coffee and tea will no longer be free for staff.

On Chris Grigsby's resignation, the GM s proposed a succession plan and new organizational chart, when they attended the recent MOC meeting. The sample plan is an outline of what a single GM structure may look like as well as a realignment of our Grocery department to absorb our Bulk, Dairy/Frozen, Beer & Wine, General Merchandise, Pet Foods, and Grocery Perishable departments. These current "stand alone" departments would move under the Grocery department umbrella, and the current department managers of these departments would move into purchasing roles.

The remaining two GM s urged the Board to make a decision at tonight's executive session, as they

are “in limbo” about the status of their positions and compensation. Everyone was reminded that a succession plan is in place as part of our Policy Register, put in place on February 26, 2015.

MONITORING REPORT B1 – Financial conditions. Accepted as not in compliance, with correction plan.

MONITORING REPORT B3 – Asset Protection. Accepted as in compliance.

MONITORING REPORT B5 – Treatment of Customers (Customer Count) – Correction accepted.

MONITORING REPORT B6 – Staff Treatment (Progress Update) – Report accepted.

MONITORING REPORT D2 – Accountability of the GM. Accepted as in compliance.

ELECTION: As of the Board Development meeting on May 11, section 5, the committee recommended that the election begin at the Annual Meeting. There was a brief discussion on whether bylaw changes were needed for this change. There was consensus in that no one objected to the change in timing, but the need for new By-law language will be reviewed by the bylaw committee.

MEETING REVIEW: Several directors congratulated our new president, Ron, on his first gig as facilitator.

HOMEWORK:

Obtain the final draft of the minutes from last month, and edit as needed

Finance Committee review discounts

Board Development look at committee assignments

Debbi and Bindy will work on the Board calendar

Scribe send minutes to Phil

AGENDA FOR NEXT MONTH:

Board Holism as related to elections

Monitoring Reports B5, B6

Next meeting: June 25. Facilitator: Ron

End of minutes. Submitted by Jeanne Gail, scribe

Executive Session 5/28/15:

"Discussions of General Management succession contract, proposals, options and plans [exclusive of compensation] held during executive session were approved by consensus"