

Belfast Community Co-op Board of Directors Meeting Minutes

July 26, 2023, Public meeting commenced at 6:03 p.m. at the Belfast Free Library and via Zoom.

Directors Present: Corinne Burr, Babette Cohen-Solal, Ernie Cooper (Vice President), Susan Cutting (president), Rio Greeley, Jim Miller, Valerie Tate (secretary), Collin Thompson

Absent: Sasha Breus, John Krueger (treasurer)

Staff: Doug Johnson (GM), Emily Berry (scribe)

Owners: Steven Boas, Annie Bussiere, Marion Brown, Jamie Cermak, Kimberly Demarest, Richard Dines, Gina Ferendo, Naya Flanzala, Heather Q Hay, Alessandra Martinelli, Ashleigh Russell

Agenda Review

The BOD agreed to remove topic *ii. Owner Forums* from the Owner Engagement Committee Report since this topic was duplicated under *Strategic Planning & Other Matters, a. Discussion: Bi-monthly Owner Forums*. With this adjustment the BOD approved the agenda by consensus.

Announcements

The Co-op will be hosting a dance party at Marshall Wharf on August 12 from noon - 2 pm, featuring Anni & the Rainmakers.

Columinate will be holding CBL 101 in Keene, NH on October 14, 2023.

Owner Comments

Steven Boas offered several suggestions to the BOD: 1) consider posting the following pieces of information in the front of the store: the cost of the project, the details of each individual cost of the contracts, the details of the amount of square footage added to the retail space, the pro forma, the amount paid so far for each part of the contracts; 2) making the 2015 G2G market study available; 3) scheduling time for board members to stand outside the store and provide information; 4) postpone project and find alternatives that are better for the business. He also asked if the project would be halting for a period of time and renting an alternative space due to asbestos in the flooring.

GM Reporting

Alignment

Doug reported that sales in the past week were the highest they have ever been, increasing 7.9% over the same week last year. So far in July, the Co-op's customer count was up 9.8% from last year. The number of active owners is approaching 5000, an all time high. The July Common Cents recipient, SASSMM, is on track to be the highest Common Cents donation ever. Kudos to everyone in the front end and everyone who has donated.

An update on the construction: forms for the foundation wall for the vertical lift and the footer forms for the cafe seating area were put in the day of this meeting.

GM Update Report

In order to maximize retail space, the current customer and worker bathrooms will be replaced. There will be two new ADA accessible customer restrooms on the sales floor level and one new worker restroom in the basement. The framing for these restrooms is complete and they have been plumbed.

There has been a delay on the switchgear needed for the new 480V 3 phase power. The new compressor rack and heating system are reliant on 480V and cannot be utilized until the part arrives. In an effort to keep the ball rolling on the project, Doug and the subcontractors will start a conversation with CMP to see if it is possible to bring a temporary 480V into the compressor rack and have all of the new cases run off that until the switchgear arrives.

Once that is in place, all the piping for all the new cases and walk-ins can be done.

B6 - Staff Treatment & Compensation

Much of the data included in the B6 - Staff Treatment & Compensation monitoring report comes from an annual staff satisfaction survey which is distributed, monitored, and compiled by Melanie Reid, Columinate consultant. The BOD expressed how impressed they were with the survey questions and measurable criteria, as well as the results. With a few exceptions, scores were higher on almost every question compared to last year's survey.

Doug also reported that worker turnover is lower than the national average and average tenure, 4 years, is longer than other co-ops and grocery stores.

A section of the survey is devoted to workplace safety and a director questioned whether during the renovation if workers have an avenue for expressing workplace safety concerns. Operations has implemented a Safety Committee, to address concerns. The facilities team is very attentive to any safety concerns, particularly when it comes to hazardous or dangerous conditions. Additionally, there is continuous communications from the store service manager, IT, and HR regarding the renovation, what is happening in the store, what is changing and how, and what workers can expect.

Although he's not sure how, Doug does expect that the renovation will affect next year's survey scores.

Directors asked whether a plan is implemented based on the results from the survey. Melanie does compile the results and submits a report with suggestions, which becomes a road map to help the Co-op move forward.

The worker survey is anonymous and Doug explained how smaller departments are grouped together so that even individuals with unique positions can not be identified.

The BOD accepted by consensus the B6 - Staff Treatment & Compensation monitoring report as in compliance.

ORF Process

Doug discussed with the BOD the Operational Request Form, how to use it and why. The BOD also discussed whether the BOD is capable of engaging directly with owners without the support of operations, specifically the marketing department. There are avenues for the BOD to work independently of operations, however, branding and consistency are a consideration. Operations recognizes the importance of the BOD's voice and if a request can be fulfilled, they will make it happen. Although a request might be denied, this would typically be based on workflow and time constraints and, in such cases, would not prevent a future request from being fulfilled.

Board Action Items & Report

Consent Agenda

The BOD accepted by consensus:

1. The minutes of the June 26, 2023 BOD meeting, and
2. Policy C6 - Officers' Roles as in compliance.

Finance Committee

At their July meeting, the Finance Committee discussed the key indicators from June and reported that they look great. They are going to keep an eye on Labor as a Percentage of Sales, they anticipate increases to the cost of living and to compensate, sales must also increase. A cost of living increase will be built into the budget for the next fiscal year (beginning Oct 1, 2023). The Co-op is on track to break \$12M in sales this year and with conservative estimates, the first year post-renovation is projected to bring in \$12.5M.

During their discussion of the renovation project, FinCom went over the project's contingency. The project is estimated to be 10% complete and so far there has been no significant need to use the contingency funds. They also gave a generalized breakdown of costs: construction is approximately \$3.6M, equipment is approximately \$1M, and professional services financing, insurance, inventory are approximately \$1.5M.

The first interest payments for owner loans have been sent out.

Gina Ferendo, Service Manager and member of FinCom, is attending Husson University to earn a MBA degree. For her studies she researched and wrote a market analysis paper, *Economic Analysis of the Belfast Community Co-op*, for

which she received an “A”. FinCom reported that it is a great read and they are very proud of her.

The BOD approved by consensus the Board budget.

The BOD expressed their appreciation of Matt McConnell, a former director who has been serving on FinCom. Matt is moving out of state and will no longer be on the committee. Matt, thank you for all your incredible work!

Owner Engagement Committee

OEC continues to have conversations about various events.

They reminded directors to sign up for the Belfast Street fair on July 31. OEC will be tabling from 5 pm - 8 pm, with set up from 4pm - 5 pm.

Other tabling events throughout the summer include the Marshall Wharf party on August 12 and alternate Fridays in front of the store.

Board Development Committee

BDComm has come up with recommendations regarding making the board informational packet available to owners. The discussion of these recommendations will be tabled until the August meeting.

BDComm submitted recommendations to the officers for adjustments to the agenda which could help to streamline monthly BOD meetings. The major goal of the recommendations is to increase efficiency, creating time during the monthly BOD meetings for the BOD as a whole to discuss strategic planning or other matters. The officers set this month's agenda using these recommendations and based on feedback from directors, BDComm will evaluate the outcome.

BDComm has also submitted recommendations for improving the nomination/candidate process, which will be discussed during *Strategic Planning & Other Matters*.

BDComm is looking at what came out of the June 3rd retreat. They plan to identify 3 - 4 big topics and determine how to address those topics.

BDComm has begun meeting twice a month.

Strategic Planning & Other Matters

Bi-monthly Owner Forums

Doug suggested to the BOD that they consider putting on owner forums. CCMA will be in Portland, ME next year and the Belfast Community Co-op (board & operations) should plan on putting in submissions for a number of presentations. Owner forums could be practice for these presentations and a way to keep people informed.

The BOD is interested in this idea and will brainstorm themes/topics, as well as solicit feedback from owners on what they want to hear/talk/learn about. They discussed how right now there is interest in what is happening with the renovation and owner forums could be another avenue to provide information and answer questions. They discussed the format -- presenting a topic/theme with the last 20 mins being an open forum for questions and responses. Future topics/themes could be developed from the discussion that happens during the open forum period. It was discussed that the first owner forum could take place as soon as September or October, and the BOD could potentially hold one every two months. Doug suggested that the Marketing Dept could come up with a visual that could be used consistently.

2024 Board Election Process

BoDev has been discussing the upcoming election and submitted a list of recommended changes to the 2024 nomination procedure. In the 2024 election there will be five open seats: four three-year terms and one one-year term. Valerie and Sasha's terms will end and they are eligible to run again. The other 3 seats are currently vacant. Board Development would like to start the nomination process early, and they recommend the BOD adopt nomination procedures at the August meeting, open the nomination period on Sept 1, and close the nomination period on Nov 15. This will provide time for the BOD to get to know the applicants, as well as letting the applicants get an idea of the expectations/role of a director.

The BOD's conversation focused on the following:

1. One of the recommendations was that a candidate must attend at least two BOD meetings and an orientation session in order to make it onto the ballot. The BOD discussed having candidates attend orientation prior to a BOD meeting, which would provide candidates with a baseline understanding of how the BOD conducts business and information to follow the meeting. Candidates could then appropriately gauge whether they might be willing and able to be a director.
2. The BOD discussed at length whether giving candidates an endorsement or approval, and as such potentially influencing owners, was appropriate. There was general agreement that this is not a role for the BOD. This did lead to an alternative suggestion for one of the recommendations that each candidate be interviewed, to instead, set up one-on-one meetings with candidates and provide more of a mentoring tone.
3. With the increased requirements for candidates to make it on the ballot, the BOD would need a robust recruitment plan. This could include talking to owners at the registers and tabling events, reaching out to new owners who indicated their interest in BOD work, having recruitment information on the plexiglass at the registers and the renovation table in the front end, and soliciting candidate suggestions from owners.
4. In the past there has been almost no time between the end of the nomination period and when the ballot is approved by the BOD. With the recommendation that the nomination period close on Nov 15, the time until the ballot is approved at the February meeting can be used to hold candidate events, such as Q&A sessions with owners.
5. If someone is interested but unsure if they can commit to running for a seat on the BOD, they can always join a committee.

Owner Comments

Marion Brown noted that the parking lot looked confusing and the signage contradictory. She thought it would be good to clarify the signage.

Heather Q Hay thanked the BOD for tabling in front of the store and taking the opportunity to talk to the public. In terms of candidate recruitment, she recommended that directors do the recruiting, the results will be better quality candidates. She also let the BOD know that the ORFs are very helpful for those in operations doing the work. She offered feedback on the idea of interviewing candidates during the nomination process. If the BOD decides to do interviews they can use that opportunity to discover the candidate's strengths and see what areas a mentor could assist with.

Kimberly Demarest suggested that the BOD use a request template and/or ticketing system to work with the Marketing Dept for events, etc. And for owner forums, a polling system for owners to give suggestions on topics. She also shared with the BOD that as a fairly new Co-op worker the onboarding experience has been phenomenal!

Homework Items

Full BOD

1. Take C7 policy poll

Doug

1. Set up BOD beekeeper stream
2. Share ORF slide deck with BOD
3. Ensure pop-up tent makes it to the July 31 street fair

All Committees

1. Send items for consent agenda to officers

Board Development Committee

1. 2023 educational plan

2. Continue discussion of board recruitment

Owner Engagement Committee

1. Discuss Common Cents celebration event or another winter event
2. Learn about the intersection of Marketing and OEC roles and responsibilities
3. Plan for participation in Owner Drive
4. Brainstorm topics for Owner Forums, keeping in mind CCMA 2024 opportunities

Susan

- I. Meet with Naya re: Beekeeper

Ernie

- I. Share financial statement re: renovation with BOD

John

- I. Share Gina's paper with BOD

Valerie

- I. Draft a capital campaign debrief
2. Draft a BOD document storage report

Debrief / Evaluate Meeting

Directors were given the opportunity to share comments, concerns, gratitude, and insights regarding the meeting.

Meeting adjourned at 8:31 p.m. Minutes respectfully submitted by Emily Berry, scribe.