

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

**October 25, 2023**, Public meeting commenced at 6:00 p.m. at the Belfast Free Library and via Zoom.

**Directors Present:** Sasha Breus, Corinne Burr, Babette Cohen-Solal, Ernie Cooper (Vice President), Susan Cutting (President), Rio Greeley, John Krueger (Treasurer), Jim Miller, Valerie Tate (Secretary)

**Absent:** Collin Thompson

**Staff:** Doug Johnson (GM), Emily Berry (Scribe)

**Owners:** Annie Bussiere, Jamie Cermak, Beth Dickinson, Gina Ferendo, Naya Flanzala, Alessandra Martinelli, Ashleigh Russell, Michael Walter

### **Agenda Review**

The BOD accepted the agenda by consensus.

### **GM Reporting**

#### **Alignment**

For the next three weeks there will be disruptions with the store's customer entrance. The entrance will alternate between a temporary café door and the regular door, depending on construction needs for the curb installation. The Marketing Department has made clear signage for the entrance and the facilities team will put those in place.

Work has begun on the roof and the BOD will be provided with updates as things progress. The new roof will not interfere with any potential future solar panels. In terms of solar panels, Doug has received a proposal from Solarlogix and the Owners Reps and Doug are looking through it.

In financials, September had -2% sales growth over the previous year, and it is expected that October will be roughly the same.

In preparation for the holidays, Marketing will be doing a push for the Shop for Me program starting November 2. Doug expects that Operations will have access to the new Shop for Me space on Nov 17. A Director expressed concern that the Shop for Me program has a potential to hinder community-building as shoppers could be less inclined to go inside the store. Doug pointed out that both types of shopping are beneficial for the community and that the renovation is about inclusivity, meeting a multitude of needs. There will be opportunities to do community-building in the store post-renovation. A Director pointed out the community-building opportunities that will return when the café reopens as a community hub.

For the Thanksgiving holiday, Operations is doing the same turkey procedure as in the past. The Co-op makes a negligible margin on turkeys, but it is also about having something the Co-op Owners are looking for and getting folks excited about shopping at the Co-op for the holidays.

#### **Board Updates**

Jamie, Marketing Manager, spoke to the BOD and provided information about the holidays/end of year, with opportunities to connect with Owners and the community. He suggested the BOD could use their voice during this upcoming season of gratitude. The BOD is invited to help bag groceries on Monday, Tuesday, and Wednesday leading up to Thanksgiving. The BOD discussed using the bagging opportunity as time to introduce themselves, to talk to shoppers about ownership, and provide other Co-op related information.

This year the Co-op will be participating again in the WCAP Neighbor 4 Neighbor Giving Tree.

The Annual Report, released in conjunction with the Annual Meeting, is another opportunity to boost the voice of the BOD.

Marketing is open to other ideas for BOD collaboration, including planning ahead for the grand reopening following the renovation.

#### **GM Update Report**

The GM Update Report given to the BOD contained a typo in the financial section. It reads "Our year-to-date net income was... down \$1266,234 from this period last year...", the number should read "\$266,234".

The BOD discussed the retained Patronage Dividends on the balance sheet; and that debt to equity is not included on the monthly financials but instead only provided as YTD information.

Currently the Co-op financials show that earnings were lower and expenses were higher than the previous year (EBITDAP), however much of this was predicted due to the renovation. And while the month showed financial loss, the quarter was strong.

## **Board Action & Discussion Items**

### **Consent Agenda**

The BOD accepted by consensus

1. BOD Minutes from the September 27, 2023 meeting
2. Policy D1 - Unity of Control as in compliance.

### **A - Global Ends**

Each year the BOD discusses and determines the compliance of the A - Global Ends monitoring report (the Ends Report) over the course of the October and November BOD meetings. This month, the BOD discussed various words from the Ends Statement and metrics identified in the Ends Report.

There was a question about the word 'local' as it relates to the Prepared Foods Department. Doug responded that 'local' means locally grown and/or locally produced. Co-op prepared foods are locally produced and may contain some ingredients that are locally grown.

A Director said it would be interesting to track local vendors and length of their relationship with the Co-op.

The BOD earmarked a discussion for the future about affordability. Doug noted that some say that EBT/SNAP, WIC, and CORE are great, but if customers can only feed their family with assistance it means that their groceries are fundamentally not affordable. There was a question about how we can best measure affordability, for instance the income a family of four would require to shop at the Co-op and meet their food needs. The point was made that there is the perception in the community that shopping at the Co-op is not affordable.

When talking about the words 'healthy' and 'nutritious', some were of the opinion that there is always a way to eat 'healthy' foods; others noted that 'healthy' and 'nutritious' are subjective words and mean different things to different people, and can depend on physical health issues, cultural background, experience with accessibility, affordability, knowledge, advantages, and choices that have already been made for people. There was a sense of agreement that this is an important conversation to continue as the Co-op works toward a more just and sustainable food system.

A director asked questions about workplace safety, specifically 1) the maximum weight that each job is required to lift and if workers are encouraged to ask for help if they need it, 2) the location of first aid kits, and 3) a safety training schedule. Doug responded: 1) Every job description is different but the requirement for most jobs is to comfortably move 25 lbs regularly and up to 50 lbs from time to time. For Facilities workers, this increases to up to 75 lbs from time to time. 2) There are four first aid kits: one between registers 2 & 3, one at customer service, one at the 18 Pendleton St. office, and one at Admin offices. 3) There are certain health and safety trainings that are mandatory and occur annually. The Co-op currently does not train in CPR possibly related to potential issues of liability. A Director suggested looking into requiring CPR training. Regarding lifting safely, one Director noted that, as a former worker, they were "not very good" about asking for help with lifting. Doug is going to dig deeper to compare injury and worker comp data to similarly sized co-ops. He noted that retail is typically around #7 of the top ten industries for worker injuries.

A Director expressed the opinion that the renovation should be highlighted in terms of meeting the Co-op's Ends.

Doug explained his reasoning to include minimal information about the renovation.

Directors commented that the workers rated safety higher this year than last. Doug speculated that in 2022 there was much more discussion about the state of the building which raised concerns about safety, while in 2023 workers felt things were moving in a positive direction with the renovation. He noted that these ratings are always a snapshot in time.

Subsection 4 of policy A - Global Ends states: "The Belfast Co-op exists so that our member-owners and our community will have: ... 4. A greater understanding of health, food systems, cooperatives, and economic and environmental sustainability." A Director pointed out that the data provided in the Ends Report represents access to information, it does not prove understanding; and Directors wondered how understanding would be quantified. It was suggested that this is an example of a possible adjustment to the wording of the Ends.

The remaining discussion regarding compliance with our Ends as reported by the GM, with his interpretation, and the data points he has included, and whether his logic is sound and reasonable, was tabled until the November meeting.

Directors will send Doug and the BOD their additional clarifying questions and suggestions for different metrics. The Treasurer noted that the Business Plan will be coming before the BOD next month and it would be good to discuss it in the context of how it meets the requirements of the Ends.

A process for strategic discussion regarding changing or adjusting our Ends will be developed by BD Comm.

### **Board Meeting Recordings**

The BOD discussed whether or not to make the recordings of the Board Meetings available to the public. It was generally agreed that our Minutes give a fuller picture of our meetings than is usual and customary with other organizations; and that it is the official record of decisions. Directors noted that there is some risk associated with making the recordings public. 1) Mis-use of video clips, for instance with AI voice training, or sharing a clip out of context. 2) As fiduciaries, Directors are bound to the decisions that are made and recorded in the Minutes, not the discussion. 3) Knowing that recordings of the meetings could be viewed by the general public could impact how freely Directors feel to speak.

Directors agreed that it is useful to have a Zoom recording available if they miss a meeting.

The BOD agreed by consensus to record the meetings on Zoom and have it available only to Directors, the GM, and BOD Admin staff.

### **Appreciation for Workers**

Susan is working on a draft regarding appreciation for the workers to include in the next e-news. The BOD agreed to table this discussion until the next meeting.

## **Committee Reports**

### **Board Development Committee**

BD Comm trialed the use of Beekeeper as a communication platform and it recommends the full BOD begin using it. The BOD agreed by consensus to go forward with a training session and to use Beekeeper.

BD Comm provided the BOD with a Board election update: there has been one candidate application submitted and one person interested from the October Q & A session.

### **Owner Engagement Committee**

The BOD approved by consensus Sunday, March 3 as the date for the 2024 Annual Meeting with location TBA. OEC will propose a "rain date".

OEC will provide more details to the BOD for its decision about a dance party in partnership with Our Town Belfast at the Boathouse on February 3. Directors were generally supportive of a dance party.

OEC will make a proposal to the BOD for either bimonthly or quarterly Owner Forums.

### **Finance Committee**

In the Finance Committee's October report there is a project tracking spreadsheet which provides the BOD a snapshot of the renovation project's finances. Kudos to Jim for suggesting this and to Doug for creating it.

## **Strategic Planning & Other Matters**

### **NCG Presentation**

The BOD agreed by consensus to table this presentation.

### **Strategic Discussions Planning**

In this brief discussion, BD Comm presented its menu of topics for BOD strategic planning. When organizing topics according to BOD priorities, BD Comm found that many of them meshed well with the Ends. Directors agreed to send their top choice for a first strategic discussion to BD Comm.

## Homework

### Full BOD

1. Take C4 policy poll
2. Review the contact list spreadsheets, identify, reach out to, and encourage Owners you know to run for the BOD
3. Send Doug and the BOD clarifying questions on the Ends Report and any suggestions for different metrics
4. Brainstorm ways to express appreciation for workers and send to Susan
5. Email ideas for the project summary to John
6. Review strategic discussion list, send choice for first discussion to BD Comm

### Officers

1. Incorporate Columinate training reports into the agenda

### Doug

1. Dig into injury & worker comp comparables
2. Respond to questions sent by Directors on the Ends Report to the whole BOD

### All Committees

1. Send only those items that require a discussion or a decision to the officers for inclusion in the agenda
2. Recommend discussion items for the strategic planning portion of the agenda

### Board Development Committee

1. Organize directors to attend virtual trainings together
2. Beekeeper stream for policy monitoring questions
3. Send out the links to the Columinate trainings
4. Discuss strategic topics priority list, make plan

### 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. Brainstorm topics for Owner Forums, keeping in mind CCMA 2024 opportunities
4. Email BOD details of Feb Dance Party
5. Propose Annual Meeting snow date
6. Propose either bimonthly or quarterly Owner Forums

### Susan

1. Talk to Thane about organizing a local training
2. Send worker appreciation draft to BOD

### Valerie

1. Draft a capital campaign debrief
2. Draft a BOD document storage report

## Owner Comments

Alessandra recommended setting a snow date for the Annual meeting.

## Debrief

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

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The meeting adjourned at 8:30 pm. Minutes respectfully submitted by Emily Berry, Scribe.