

Belfast Community Co-op Board of Directors Meeting Minutes

November 29, 2023, Public meeting commenced at 6:00 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, John Krueger (treasurer), Jim Miller, Valerie Tate (secretary), Collin Thompson

Absent: Sasha Breus,

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

Owners: Charles Sterbach, Jamie Cermak, Annie Bussiere, Ashleigh Russell, Naya Flanzala, Edward Sheridan, Gina Ferendo

Agenda Review

The BOD approved the agenda by consensus.

Announcements

The 2024 election process has already begun and the period for owners to submit their applications to run for the BOD closed on November 15. With four owners submitting applications for five open seats this election will be uncontested. Provided these candidates follow through on the rest of the application process, the BOD expects to seat all four.

Directors have been invited to the worker meeting from 6 - 7:45 pm on Dec 6 at the UU Church.

The next BOD meeting will be held on Dec 20, due to the holidays there is a shorter cycle between meetings.

Doug distributed a ten minute video introduction to NCG and all directors are encouraged to watch it.

GM Reporting

Alignment

Operations has begun preparing for the Annual Report and provided a list of homework items. Doug encouraged directors to look at past committee reports and reminded directors that the Annual Report is about the fiscal year, October 2022 - September 2023, not the calendar year.

The Annual Report should include everything that went into getting the Co-op to where it was at the end of the fiscal year, and of course the capital campaign was a huge piece of that.

GM Update Report

The BOD asked about sales over the Thanksgiving holiday. The Co-op's biggest day was Tuesday, which will take a spot in one of the Co-op's top 10 sales days to date. However, in looking at the three days leading up to Thanksgiving there was a 5-6% drop in sales from last year. There were also approximately 20 fewer turkey pre-orders than last year. Despite the drop from the previous year, sales were still strong and having the parking lot accessible again made a huge difference.

The current parking lot paving is temporary and was done in order to get through the winter. At the end of the renovation project the entire parking lot will be repaved and striped.

The BOD discussed the list of 2024 Common Cent recipients and noted the choice of organizations really speaks to who the Co-op community is.

Directors asked about the efficacy of the Shop for Me push at the beginning of November. Doug reported that the Shop for Me program saw an increase in basket size per transaction, \$112 is the normal average but during the 12 day promotional period it jumped to \$165. Approximately half the users were new or hadn't used the program in over one year. As far as delivery service, Waldo county is serviced by Doordash, however, it is currently cost prohibitive for the Co-op to participate but operations will be keeping an eye out for reasonable delivery opportunities in the future.

Board Action & Discussion Items

Consent Agenda

The BOD approved by consensus the minutes of the October 25, 2023 meeting.

A - Global Ends

Directors had been asked to send questions to Doug about the A - Global Ends monitoring report between the October and November meetings. The BOD noted that questions were sent and answered and so the BOD focused on approving the monitoring report. BDComm is planning an opportunity in the future to have a strategic discussion

on whether this is the policy the BOD would like. The BOD discussed 'reasonable definition'; specifically the board has the option to determine if operational definitions are reasonable.

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

B2 - Business Planning & Financial Budgeting

John led the discussion of the B2 - Business Planning & Financial Budgeting monitoring report and referred the BOD to the Finance Committee reports for November. FinCom spent time reviewing the business plan for FY 23-24, as well as past business plans and the project summary. In short, they reviewed quite a lot of data, including payroll, total compensation, etc. In the end FinCom felt that the Co-op has stayed within where the pro forma said it should be. They did adjust the pro forma timeline to match when the project actually started, which means that the losses that were expected last year happened this year (as planned). FinCom recommended the BOD accept the B2 monitoring report. The one area the committee is concerned about is the project summary; they would like more information to be better able to estimate contingency. So far the Co-op is about a third of the way through the project.

The BOD accepted by consensus the B2 - Business Planning & Financial Budgeting monitoring report as in compliance. The BOD has asked Doug to recast the business plan in 4 months. By accepting the B2 monitoring report, the 2023-2024 Business Plan has also been accepted.

Finance Committee Update

During their November meeting, FinCom reviewed the financials from October. They reported seeing the effects of the renovation project with less income but also less expenses. Additionally, if they looked just at operations, the Co-op actually made a profit, unfortunately though, that's not how it's done.

The Co-op is applying for a REAP (Rural Energy for America Program) Grant, however, the application process is very time consuming, especially for Doug. Fortunately, Sustaine, a group hired by the USDA to write REAP grants, is willing to take on that work for the Co-op, additionally there is an energy auditor who has agreed to work with the Co-op and half of their expense will be covered by USDA. The Co-op is eligible for 500K worth of grant money, which would be directed at the new energy efficient equipment and its installation. Sustaine estimates there will be two more weeks of data collection and the grant will be submitted by the end of month. The USDA expects to release funds at the end of the quarter. One issue may lessen our chances of approval for the grant – the Co-op is not considered to be in the most economically disadvantaged area. However, application points may be recaptured since the Co-op supports local farms (vendors) that are considered to be in economically disadvantaged areas.

C4 - Board Meetings

The Board Development Committee recommended the BOD accept policy C4 as in compliance. According to the poll regarding compliance, the BOD noted one area for improvement: sub-policy C4.I using board time for the work of the Board and limiting time spent on committee work. Several respondents suggested the BOD could be more efficient and work on time management. The BOD discussed the coming year: thinking about spending time differently, having strategic planning discussions, and spending less time on practical matters that can be resolved in another way.

The BOD is working on coming into compliance in a variety of ways: working on inefficiencies, appointing a timekeeper, looking at having a bike rack to set aside ideas that aren't relevant to the meeting agenda, and utilizing the Beekeeper communication platform.

The BOD accepted by consensus policy C4 - Board Meetings as in compliance.

Annual Meeting Plan

The 2024 Annual Meeting is scheduled for Sunday, March 3 at the United Methodist Church in East Belfast. OEC recommended not having a snow date and instead pivoting to a virtual meeting over Zoom if weather is inclement. The Common Cents Meet & Greet would be postponed if weather does not cooperate.

The BOD accepted by consensus the plan for the Annual Meeting to be held over Zoom on March 3 if weather is inclement.

Cabin Fever Reliever Dance Party

The Cabin Fever Reliever Dance Party is scheduled for Saturday, February 3, 2024 at the First Baptist Church. The music is TBD. The day's events include a Downtown sale, where all participating stores open early, followed by the dance. Babette will reach out to Our Town Belfast regarding collaboration. While this dance will be open to the whole community, the OEC would also like to recognize and honor Co-op owners during this event.

The BOD approved by consensus the February 3, 2024 date and dance party concept.

Owner Forum Plan

OEC suggested pushing the next owner forum until after the Annual Meeting. They are hoping to ask owners for

topics of interest at the Annual Meeting. The attendance at the October Owner Forum was low and feedback suggests that people don't attend Co-op events when they feel like things are fine. Directors suggested topics associated with farming or sponsoring a speaker and using that as a forum to bring owners together. Doug reminded directors that forums can be used as practice for CCMA, sticking to renovation as a topic. Directors thought the first forum would be about the renovation and those that follow would address other topics.

The BOD agreed by consensus to wait until after the Annual Meeting to hold the next owner forum.

Monthly Owner Outreach Calls

OEC suggested that Directors contact those new owners who indicated they are interested in board work. Directors expressed concern over using the calls for recruitment. OEC will create a template for phone conversations with interested new owners and share it with the BOD.

Beekeeper Start-up

Beekeeper is now available for all directors to use. BDCOM encouraged the BOD to start trying it out. As the BOD determines which topics that are helpful they can set up labels, which are like tags, to make the content more searchable. As a former worker who has used Beekeeper, Rio assured the BOD that it is an effective communication tool.

Appreciation for Workers

There are two opportunities coming up for the BOD to express appreciation for workers: the worker meeting Dec 6 and the Worker Holiday Open House Dec 20.

BOD has agreed by consensus to provide the food for the Worker Holiday Open House.

Strategic Planning & Other Matters

Strategic Discussions Plan

Board Development suggests beginning the strategic discussions with the Ends policy, sub-policy I. Including discussions of what does sustainable mean, what does local mean, are we doing what we should to meet this end, etc. While there were no objections to addressing the Ends, some directors preferred to have a facilitator or presenter frame and guide the discussion, while others were interested in a full revision of the Ends. It was suggested that Directors participate in an exercise designed to look at the big picture and have a conversation about who the Co-op is, why it exists, and who it is supposed to serve.

Why the Co-op exists and who it serves informs the Ends and the Ends inform the policies which is the foundation of what the BOD/Co-op should be moving toward in the future.

The BOD agreed to set the agenda so that this strategic discussion is at the beginning of the December meeting and to have the discussion that Board Development sets up.

Homework

Full BOD

1. Take C5 policy poll
2. Begin using Beekeeper

Officers

1. Incorporate Columinate training reports into the agenda
2. Adjust agenda for strategic discussion first

Doug

1. Look into industry average for percent of sale from web-based platform
2. Coordinate with Prep Foods re: Annual Meeting catering lead time for cancellation due to inclement weather

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. Provide queries to consider prior to strategic discussion

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
4. Create template for phone conversations with

interested new owners

5. Reach out to Naya re: catering worker holiday open house

Susan

1. Talk to Thane about organizing a local training
2. Draft holiday message to owners

Valerie

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

Corinne

1. Collaborate with Susan & Valerie re: OEC Annual Report

Debrief

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

Meeting adjourned at 8:33pm. Minutes respectfully submitted by Emily Berry, scribe.