Belfast Community Co-op Board of Directors Meeting Minutes

September 23, 2026, Public meeting commenced at 6:00 p.m. via Zoom
Directors Present: Mary Bigelow, Todd Bluhm, Ernie Cooper, Susan Cutting (president), Richard Dines (vice president), Rio Greeley, John Krueger (treasurer), Jim Miller, Kim Relick (secretary), James Shimko
Absent: None
Staff: Doug Johnson (GM), Emily Berry (scribe)
Owners: Jamie Cermak, Gina Ferendo, Heather Q Hay

Preliminaries

Agenda

The BOD accepted the agenda by consensus.

Announcements

Valerie submitted her resignation to the BOD. The BOD offered their sincere thanks for all of Valerie's service, particularly noting her amazing success running the capital campaign leading up to the BCC renovation.
The BOD has been invited to the Staff BBQ on October 8th from 4pm-7pm. Directors have the opportunity to donate dessert items.
The Common Cents nomination period ends Sept 30th.
All directors are encouraged to participate in board member recruitment.
The Co-op will be hosting an event with Equal Exchange on Tuesday, October 13th from 5-7pm.

Owner Comments

None.

GM Reporting

Alignment

There was nothing outside of the GM Update Report to note.

GM Update Report

Doug will be traveling to Minneapolis for the NCG Fall Meeting from Sept 29th - Oct 2nd.
Directors questioned how equity payments were structured. Each owner is required to make a $200 equity investment. To be an owner in good standing the equity is either paid in full or a minimum of $15 is paid annually until $200 has been reached.
One of the operational goals listed in the Do More Good Report is to grow local sales storewide by 15%. Doug explained that this goal is a stretch. Goals listed in the Business Plan are more conservative for budgeting purposes but in the Do More Good Report Doug can lay out loftier goals to work towards. Directors also commented that while some of these goals are quite ambitious but they are close to being met.
Directors appreciated that during the 50th Anniversary Party it was emphasized that with the co-op model, money stays in the community.

Board Action Items

August Meeting Minutes

The BOD accepted by consensus the minutes from the August 26, 2026 BOD meeting.

2026-27 Business Plan

Directors questioned Operation's plans for using AI. While there is nothing planned for BCC specifically, in the near future, NCG will be implementing their own AI agent for the Co-metrics platform (which the BCC uses) with the hope that it will help the broader co-op sector understand what is happening financially.

Currently the BCC has an Interim Prepared Foods Manager and a new job description for a Prepared Foods Manager is being built and will be posted soon. When the job posting becomes public it will look slightly different than previously. Leadership changes provide a good opportunity to look at structure.

Directors questioned gaps in food service from the Prepared Foods Department and the issue has always been staffing not capacity. There has always been a goal to have food service throughout the day and into the evening hours and Operations will continue to try to reach that goal.

It is the plan of Operations to have an economy item in every category throughout the store. Currently the access to those items has been restricted through the BCC's primary and secondary distributors. Once AGNE is positioned as the tertiary distributor, the BCC will have access to more products.

Doug outlined that there are two things to focus on in the next year: affordability and co-op education. Affordability must become part of the driving initiative of Operations. And, it is clear that many people don't understand the cooperative model. However, if the BCC can clarify the what and why of co-ops, then it has been shown that this is what people want in their lives and the cooperative model will influence their shopping habits.

The Business Plan sets the goal of growing Farm Fresh Rewards participation by 10%. Operations plans to achieve this goal by promoting the program.

A director commented that it was clear Operations is working to improve their ability to meet living wage, but they also wanted to note that the quality of the working environment is also important.

The BOD and Doug discussed carrying cash when debts are high. A director also expressed the need to have the technology to assess financial situations. Holding cash is a strategic decision. The BCC is already two years out from the renovation and needs to be thinking about the next project. Operations and the Board must think ten years ahead.

Directors asked about regionalization and working with other Maine co-ops. Doug is going to continue to collaborate with the other Maine food co-op GMs. As of now, much of their discussions is brainstorming. Doug believes that changing the food system for the better will take all the individual communities coming together and deciding what is best as a whole. Regionally, Maine food co-ops could band together handle more of the distribution and purchasing, but doing it in a way that makes sense will involve a sacrifice of identity and would be a hard sell. He can see the potential but there are no answers yet as to what it would look like.

A director asked Doug to consider emerging technologies and how they will be used to accomplish the Business Plan.

The BOD accepted by consensus the 2026-27 Business Plan and Budget as submitted.

B2 - Business Planning & Financial Budgeting

The Finance Committee recommended that the BOD accept the B2 monitoring report as submitted.

The BOD accepted by consensus the B2 - Business Planning and Financial Budgeting monitoring report as in compliance.

B1 - Financial Condition & Activities

This B1 - Financial Condition & Activities monitoring report addressed 2026 Q2 (April, May, June).

The following key indicators were at or below the median when compared to co-ops of a similar size, thus affecting compliance: Days of Cash on Hand, Current Ratio, Quick Ratio, and Debt-to-Equity.

The FC pointed out that there were issues with the audit not coming through. The BCC ended up with a full review in lieu of an audit which affected the compliance of sub-policy B1.15.

The BOD accepted by consensus the B1 - Financial Condition and Activities monitoring report as in non-compliance for sections B1.3, B1.4, & B1.15; partial compliance for section B1.2; and full compliance for sections Global B1, B1.1, and B1.5 - B1.14.

B5 - Treatment of Customers

Much of the data included in the B5 - Treatment of Customers monitoring report was gathered from customer surveys. A director suggested that those customers who were highly dissatisfied would probably not participate in customer surveys.

It was discussed that the Customer Experience surveys happen in the moment, post-transaction, which means the feelings of the customers can be aligned with what might be happening in the store at that time. For instance, using the timing of the completed survey, the assessor can see that the customer has shopped between deliveries when the shelves are most likely to be missing items.

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

C8 - Governance Investment

During the discussion of policy C8 - Governance Investment a director suggested the BOD was in partial compliance based on C8.1 due to lack of clarity. They recommended asking the Board Development Committee for language clarification as a path to compliance.

Highlights from the discussion:

- What does a board need to know to govern with excellence?
- What is the board investing and what is the capacity?
- If you can't measure quality, you can measure what is done to support quality.
- New directors could be given a one page overview of the things they are required/expected to do, i.e. readings, trainings, etc.

The BOD accepted by consensus policy C8 - Governance Investment as in partial compliance on the condition that the board review the policy for clarity, purpose, and content.

Annual Meeting Date

The BOD accepted by consensus the Annual Meeting Date as Sunday, March 7, 2027.

Election Calendar & Materials

The 2027 BOD Election will be aiming to elect four people to three-year terms. The full board is responsible for recruiting candidates and the nomination panel will be created to be the first point of contact with owners running for board seats.

Retreat Planning

The annual board retreat is scheduled for November 14th. There will be a meeting of interested directors in October to determine B-meeting and retreat topics. Susan, Richard, & Mary are interested in being involved.

<u>Discussion Items</u>

Columinate Services Evaluation

Prior to this meeting, directors participated in a survey regarding Columinate's services as detailed in Board Procedure C8.2d. The BOD discussed the results of the survey which unfortunately did not provide a clear path forward in terms of continuing services with Columinate.

A director would like to see the current contract and understand the consequences of not entering into another one year contract.

Another director provided an off the cuff list of services that they find valuable: connection with other co-ops, policy support, and facilitation support.

And another director expressed their concern about having an outside entity coming in to help make decisions.

The BOD hopes to make a decision about contracting with Columinate for 2027 at the October meeting.

Board Reflections on Mini-Retreat

Each director was given the opportunity to share their reflection on the September 4th mini-retreat.

Strategic Work Committee

There was no September meeting of the Strategic Work Committee. The Draft Vision Statement will be distributed in October to owners for feedback. Doug would like to include the Draft Vision Statement in his next GM Update to the community.

Finance Committee

FC cited the advantage of having an auditor who works with other co-ops.

The FC included the KPI (key indicator report) in their monthly report and encouraged directors to look it over.

Board Development Committee

See the committee report.

Owner Engagement Committee

Rio let the BOD know that he has created a living document to collect ideas for a member value survey.

Executive Committee

Nothing to report.

<u>Closings</u>

Homework

Full Board

- Send topics for b-meetings and/or retreat to the agenda planning group
- Call / talk to potential BOD candidates
- Sign up for bring a dessert to the worker BBQ
- Consider participating in the Nomination Panel, if yes, let Mary know

Agenda Planning Group

- Find a time to have discussions re: policies D3 & D4

Board Development Committee

- Gather information on proposed 8th Cooperative Principle
- Weigh in on B-meeting topics
- Look at self-assessment tools other boards are using
- Discuss next steps with the self-assessment results
- Address policy C8 for clarity

Owner Engagement Committee

- Look into developing an owner survey
- Think about “community” vs “owners”
- Include vesting opportunities in the topic sheet

Executive Committee

- Add committee evaluations to the BOD calendar
- Send retreat invite to the BOD

Strategic Work Committee

- Explore forming an affiliated non-profit

Doug

- Update the Board introduction to the NCG Statement on Israel-Palestine Conflict, noting that the Co-op would provide country of origin information when possible.
- In future B1 reports:
    - define net income
    - Interpret financial trends

Susan

- Distribute sign-up sheets
    1. Worker BBQ
    2. Equal Exchange event
- Follow up with Kim, Richard, & Mary re: B-meeting & retreat topics meeting
- Send 2026 Columinate contract to BOD
- Draft BOD requirements (support services) from Columinate & accomplishments

Richard

- Send a short statement to Doug re: Draft Vision Statement

Kim

- Think about the Board Calendar
- Circulate thank you card for Valerie, touch base with Rio

Rio

- Collect funds for a gift card for Valerie, touch base with Kim

Owner Comments

Emily and Heather Q both encouraged the BOD to be cautious of sharing sensitive information, such as financial data, with AI. Heather added that Operations has an AI policy that she would be happy to share with the BOD. Also she encouraged the BOD to utilize the password manager checkup tool through Google Chrome and to take emails indicating that passwords have been compromised seriously.

Public meeting adjourned at 8:26 pm. Minutes respectfully submitted by Emily Berry, scribe.