

Fare Share Co-op Board Meeting
Minutes, September 27th, 2016 2:00p – 4:00p, The Commons

7 m Introductions, Review Agenda, *make adjustments*

8-23-16 Minutes:

- Correct spelling on Lynda Brushett
- Lisa will revise and send Zizi minutes.
- Minutes accepted.

Time Keeper: Rick M **Absent:** Albert **Present:** Mary Ann Haxton, Lisa Moore, Liesl Elliot, Jeannie Wells, Rick Jackson, Rick Meagher, Zizi Vlaun, Emmy Andersson **Secretary:** Zizi

Red is a specific TO DO that you committed to. PROPOSAL: Please review your commitments and report back to the Board (or President?) with completion. If you cannot complete a commitment in a timely manner or over the next month, please let the Board (or President?) know. As this month's Secretary, I can check in on commitments if that helps.

15m Monitoring the General Manager

MP 5: Monthly Financial Condition and Activities -In compliance

August P&L Budget vs Actual Good sales, significant improvement 36.4% increase.

- Holiday's are big for store, GMs in past haven't anticipated member's needs
- Need to keep campaign positive (Campaign Committee)
- POS upgrade happening, but no date for completion (Emmy)
- Deadline is EOY for letter for house accounts/aging, would be good not to carry it forward into new year, turn remainder into a loss, and move on. Could FIN committee help with plan, letter, follow-up? (Emmy)
- Reconcile Indiegogo phone calls with member list. (Emmy to come up with a plan)

MP 9: Communication and Support to the Board -In compliance

- Nikki M will do thank you notes on an ongoing basis—Will Maher, Riva, Walker Shattenberg for wiring... who else? (Lisa to let Nikki know)
- Non-profit Fair, Oct. 12th, 12:45pm (Rick J will do. Emmy will work with Rick on what the volunteering opportunities will be)
 - o Teen can be on BOD.
 - o Need to follow-up with students to make it happen for senior projects and community service, otherwise nothing will come of effort (Rick J)

MP 11: Food Policy and Inventory –Out of compliance, plan proposed

- Form an Inventory task force and complete in 1st& 2nd week in January (Emmy)
- Wasn't done this year because we were transitioning POS and didn't want to lose data. Timing with upgrading POS made it hard to do.
- Inventory is increasing as well as product mix. Products up-to-date and not spoiling as much.
- "Best Buy" education perhaps so that customers understand what dates mean.
- Not in compliance with 11.5, but agreed with plan for 1st & 2nd week of January. Review then for compliance. (BOD)
- Rick M comment – "Preordering system is hard for people to navigate." Frontier, United platform not ours to control. Best way to address is through educating people how to use it. Paper catalogs there for membership. Staff does try to help customers when they come in. Can we help people on website? How do we improve it? Foodclub.org... how can we work with them to improve it? Order confirmation is not clear and delivery not clear. (Rick will come up with suggestions and send to Zizi to do on website.)

Monitoring the Board -In compliance

- Put Mary Ann's reporting form on Google Doc. Can still use old way, as well. (Mary Ann to send to Rick M, Rick M to put on as Google Doc)

10m BP 10: Member / Owner Engagement – Albert –Compliance determination postponed

- Postpone til next BOD mtg. (Lisa to call)
- Keep lines of communication clear. If BOD is out of compliance, GM needs to tell.
- Committee work allows to ask staff for questions/needs on behalf of the board.
- Have to be careful of the hat we're wearing. We're mostly wearing BOD hat.

B-GM 1: Unity of Control – Mary Ann

- Note: I don't have anything written down here... (ZV, Anyone to fill in notes here..?)

5m Board Nominations Process - Mary Ann, Zizi

Results of Indentifer letter

- No response.
- Could each board member be responsible for bringing on one board member? (BOD?)
- Could we propose a one-year commitment? Need to change bylaws to do that.
- Big project could attract people
- We're asking people to join BOD to set the course of the Co-op and vision for the Co-op. This could be exciting for some.
- Send lighter/simpler letter to list. (Mary Ann to send to Zizi)
- List of needs clear for people, e.g. accountant, legal, strategy,
- Ask CFNE if they know of people in our area.
- Could have Board of Advisors to the BOD with expertise who don't vote.

NOTE: Subject of potential conflict of interest with Albert opening year round Main Street store. (Mary Ann will call him) (BOD to review PG and have comments and discussion for next month to make decision about whether it is a potential conflict.)

3m CFNE grant update

- Jeanie Wells here today and tomorrow. Jeanie will write a written report of what we should do--strategy for needs. Joy is a marketer. Used to be the marketing manager for Common Ground in Champaign, IL and grew because they figured out how to connect with the community.
- Jeanie will be working with Joy. Joy will then work with us on marketing.
- Jeanie believes Joy should come and work with all the co-ops in Maine.
- Suggestion to get CFNE to help us all. Mentor/mentee roles.

15m Discussion of and updates from committees:

Add Membership Development for 2017 (Mary Ann?)

Additions to Marketing: Non- Profit Fair, October 12th 10:45a-12:45p (Rick J.)

Finance (Steve Bies): set meeting date (Mary Ann)

- Steve Bies has agreed to serve on Committee, Emmy, Mary Ann and Steve... and Albert as Treasurer Hearth Tenders (next 10-10-16 orientation) – (Rick M)

10m Board volunteer hours tracking and board discount

- Concern of Nancy's
- MAH says BOD should be recording how many hours we're tracking
- Convoluted/hard because you'd have to track hours on top of everything else
- BOD positions are often exempted by IRS to give discounts to volunteers
- BOD committed to 3 hours a week, includes meeting prep time
- No action agreed on. (BOD)

10m Indiegogo Live Campaign – Zizi, Lisa, Mary Ann

- Extension option to 60 more days.

o Corection: Can only go a max of 60 days launch. Campaign will end on October 12th

- Totals-to-date: \$6325 on website, ~\$1500 in store
- 58 backers on line, 25 in store. 100 households that hold the co-op together
- Zizi, Lisa, Emmy met last week to restrategize. Retooling message (Zizi)
- Tapped out membership, need to look larger, grant opportunities.... NSB
- Becky's letter (see attached) Changing language, focusing BCorp, PPP, sustainability, future of our children. When you go to Hannaford you're voting with your dollars for less diversity and a less stable food supply. "We don't have a lot of stuff that people see as affordable food. Perception is that we don't. If we're not here in the community, we won't be able to educate about food. Common good." –MAH
- What if we weren't here? Ari's example -Lisa
- Tax season giving
- "Need a clearer mission statement." (Lisa to work on from Ends work and other Co-ops that Jeanie referred to)

10m Fall Member/owner meeting – November 12th

Reports for; deadlines to be ready for:

Agenda to be posted and emailed by Friday, October 21st (Mary Ann to Zizi)

- Need 4-8 people to be nominated to BOD.
- What is important for members to know? Ends work into mission statement. (Lisa)
- Bylaw changes – Treasurer can delegate check writing to GM. In PG it says GM will do all FIN dealings. (Emmy)
- Continue discussion of patronage dividends (eliminate discounts). Educate members on why. "If we're a co-op, this is a more helpful way of being sustainable." Propose benefits of it to members. Would need to add info in bylaws about it."

10m Board Fundraising –

Fall Yard Sale – Saturday, October 1st, 9a – 1pm

- Everyone needs to invite your friends on Facebook (BOD)
- Oxford Hills Town Square – join it, craigslist, homecoming parade, OHCHS (Zizi)
- Need help 8-9 set up, 1-2 breakdown (Rick)
- Offer co-op products outside (Emmy?)

Screen "Food for Change" co-sponsor with CEBE, October 7th

- Share event (BOD)

Holiday Dinner coordinators – Liesl Elliot

- Wants to meet with key players, Holiday Dinner Committee includes Rick M, Lisa, Mary Ann, Zizi, Cyndy, Anna, and include Rosemary on emails. (Zizi to send email addresses to Liesl to set up meeting)
- December 4th, book Nomad, find out capacity limit, how to include kids, PPT showing what we've been doing throughout the year, member jam fest, who does fundraising,
- Raise ticket sales, drop silent auction
- Get marketing and tickets out asap (Liesel, Zizi)

5m CDI services: begins October 1st

Survey, board training, retreat, patronage dividends transition

- Lynda Brushett – (MAH will talk to her about patronage dividend funds)
- Oct 2016– Sept 2017 – Schedule a BOD retreat after new board is on (BOD)

10m Decide about next Charrette date and invite list, facilitator

- Nov 12th Owner Member Meeting – treat like a charrette, member engagement, GM report with highlights, up 36% why are we asking for more money, better together, disconnect to the membership in our message (Mary Ann)

10m Review of meeting: check in from all board members

Next regular Board meeting – October 25th, 2:00p – 4:00p, The Commons

- MAH will be checking

Adjourned (4:05pm)

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