

# Bluff Country Co-op Board Meeting Minutes

Monday, March 14, 2016

5:30 pm – 8:00 pm

Faith Lutheran Church

Attendees: Dawn Schreiber, General Manager, Melissa Gordon, Scott Miller

Board Members Present: Lynn Carlson, John Chernega, Rachel Kimman, Diane Leutgeb Munson, Mary Kirk, Ann Lichliter, Aurea Osgood, Charlotte Roraff

TOPIC	DESCRIPTION	ACTION/OUTCOME		
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		Yay	Nay	Abstain
Task Review	<ul style="list-style-type: none"> <li>• All tasks were completed.</li> </ul>			
Review February Minutes	<ul style="list-style-type: none"> <li>• No changes were made.</li> <li>• Rachel motioned to approve the February board meeting minutes. John seconded.</li> </ul>	8	0	0
GM Monthly Update	<ul style="list-style-type: none"> <li>• The receiving manager and the marketing manager resigned. (Both moved to different cities).</li> <li>• Rather than replace the receiving manager, a staff member was promoted to the new position of team lead in the receiving department. The GM is thinking about restructuring the marketing position and in the meantime she is taking care of marketing.</li> <li>• The front end manager attended an NCG Human Resources conference. She learned about NCG, what they do and what they have to offer, and will be able to offload the HR duties from the GM.</li> <li>• The homebrew contest has received over 70 submissions so far, which is up from last year.</li> <li>• February sales were up 1.9%. Sales for fiscal year are up 5.2%.</li> <li>• We are up 5% so far for March.</li> <li>• New members continue to sign up.</li> <li>• BCC partnered with The Boathouse for a special local-foods dinner.</li> <li>• Reminder: April 5-6 Dawn will go to North Carolina for NCG GM meeting.</li> </ul>			
GM Monitori	<ul style="list-style-type: none"> <li>• Staff turnover rate is up from last year. To address this, BCC has taken the following steps:</li> </ul>	8	0	0

<p>ng Report: B6 Staff Treatmen t and Compens ation</p>	<ul style="list-style-type: none"> <li>○ Pay employees better</li> <li>○ Create a new handbook with more clarity and organization</li> <li>○ Implement staff surveys (Aurea will get the results to Dawn this week)</li> <li>• Last year we were out of compliance with regards to the experience rating; now we are in compliance.</li> <li>• Management team meets weekly now, rather than bi-weekly.</li> <li>• There is a new Co-op living wage model. The Co-op living wage is higher than the state living wage. Average wage at BCC is higher than state living wage, but not as high as Co-op living wage.</li> <li>• Produce manager Jason Strangstalien has taken on Facilities Management to offload GM.</li> <li>• Aurea motioned to approve the GM Monitoring Report. Rachel seconded.</li> </ul>			
<p>Review survey results: D2 Accounta bility of the GM</p>	<ul style="list-style-type: none"> <li>• The board noted some confusion of D2 question 1. Lynn will review this and present it at the next board meeting.</li> </ul>			
<p>Policy: Meeting Guideline s for Guests</p>	<ul style="list-style-type: none"> <li>• The board discussed the visitor policy that the President put forth. Changes to be made include: <ul style="list-style-type: none"> <li>○ Add headings such as “before,” “during,” “after,” to clearly separate guidelines that apply to different parts of the meeting</li> <li>○ Intro paragraph: change “hired this Board” to “elected this Board”</li> <li>○ Item 1: Change day of meeting from “Tuesday” to “Monday”</li> <li>○ Item 5: Change the second “with” to “about” or “regarding”</li> <li>○ Item 6: Change “will” to “may”</li> <li>○ Item 7: Highlight this point and possibly rewrite it to clearly state that 1) The board places value in owner comments, and 2) not all comments are appropriately directed to the board, therefore comments may be directed to a more relevant party, such as GM</li> </ul> </li> <li>• Going forward we should add to agendas a standing line for visitor comments.</li> <li>• Ann will make the above changes and email the next draft</li> </ul>			

	<p>of the Visitor Policy. Board members should review this and respond with feedback until we have a polished draft, which will be voted on at the April meeting.</p>			
<p>Board Compensation</p>	<ul style="list-style-type: none"> <li>• Aurea presented three sets of options for board compensation. <ul style="list-style-type: none"> <li>○ Option 1: Our current model with higher remuneration</li> <li>○ Option 2: President receives a higher remuneration than rest of the directors to compensate for extra time required by president</li> <li>○ Option 3: Three levels of remuneration: <ul style="list-style-type: none"> <li>▪ Directors</li> <li>▪ Committee Chairs</li> <li>▪ President</li> </ul> </li> </ul> </li> <li>• It was noted that the current stipend of \$45/month was determined in part to avoid tax implications, which are in place once a director receives \$600/year.</li> <li>• The board agreed that the president does a lot more than the rest of the directors.</li> <li>• Several board members stated that they did not feel like they needed more money; however, they did point out that higher compensation might underline the fact that this is a professional board, and therefore might help to attract qualified directors.</li> <li>• After group discussion, each director stated the option she or he liked was most. <ul style="list-style-type: none"> <li>○ Rachel: Option 2, but doesn't think it's necessary for the coming year</li> <li>○ John: Option 2D (a variation of the options presented in 2): \$45(directors)/\$75(president)</li> <li>○ Lynn: Any of options 2</li> <li>○ Mary: Any of options 2</li> <li>○ Diane: Somewhere between options 2A and 2B</li> <li>○ Aurea: Any of options 2 or option 3A</li> <li>○ Ann: Option 3A. Ann noted that it is essential that committees work hard to get things done this year, and therefore, an increase for the committee chairs may help foster this.</li> <li>○ Aurea will take these opinions into consideration and redesign the options for another look at next month's meeting. She will also make a recommendation for how often the board should review this.</li> </ul> </li> </ul>			
<p>Committee Updates</p>	<ul style="list-style-type: none"> <li>• Board Development <ul style="list-style-type: none"> <li>○ Reduced retreat budget to be more in line with what</li> </ul> </li> </ul>			

	<p>board has been spending. Will have committee budget prepared for next month.</p> <ul style="list-style-type: none"> <li>○ Identified goals for the year and created a calendar</li> <li>○ Updated board calendar with some board development committee events</li> <li>○ Updated charter</li> <li>○ Working on what it means to coordinate the recruitment of directors</li> </ul> <ul style="list-style-type: none"> <li>• Membership Outreach <ul style="list-style-type: none"> <li>○ Updated calendar dates and goals</li> <li>○ Began collaborating with Owner Services Coordinator</li> <li>○ Updated charter and budget (going forward, AMM will come entirely from this budget)</li> </ul> </li> <li>• Social Equity <ul style="list-style-type: none"> <li>○ Still need to do more information gathering and rewrite charter</li> <li>○ Julie Johnson is on the committee, and she has put together information to help weigh the pros and cons of different options</li> <li>○ One goal of the committee is to help BCC become a presence in the community as an organization that is helping others</li> </ul> </li> <li>• All committees should submit meeting minutes to be include in upcoming board meeting packets.</li> </ul>			
Expansion/Capital Campaign Updates	<ul style="list-style-type: none"> <li>• Cost of project is quite a bit higher than what the architect originally told us. GM is working with Design/Build Team to reduce equipment costs in order to increase building costs.</li> <li>• Next draft of pro forma should come on Friday. Upon seeing updated pro form, GM should have better sense of next step. Until then, we are still in Stage 2 – Schematic Development Phase.</li> <li>• Once financing is solidified, we will move into Stage 3 – Design Phase.</li> <li>• The board did not indicate an interest in calling the remaining owners who were never called regarding the preferred share sale.</li> <li>• Expansion Chats are scheduled for the fourth Tuesday of March, April and May at 5:30pm in the Deli Seating Area. <ul style="list-style-type: none"> <li>○ March: Lynn and Ann</li> <li>○ April: Charlotte and Rachel</li> <li>○ May: Mary and Diane</li> </ul> </li> </ul>			
Ends	<ul style="list-style-type: none"> <li>• During the last five minutes of the meeting, the board read through the first end and briefly discussed.</li> <li>• Some questions that arose:</li> </ul>			

	<ul style="list-style-type: none"> <li>○ What are we envisioning?</li> <li>○ How do we see this for each constituent (e.g. shoppers: co-op basics, owner deals, etc.; employees: we are working toward paying a Co-op living wage; supplier: no one feels cheated or undervalued, grower doesn't have to drop prices to sell to the co-op)</li> <li>○ What if a goal was that in 10 years we are able to return all patronage to members?</li> <li>• This brief discussion was intended to “get the juices flowing.” Board members are to continue thinking about this topic throughout the month, jotting down ideas when they come, and be prepared for a more in-depth discussion at the April meeting.</li> </ul>			
Meeting Adjourned	<ul style="list-style-type: none"> <li>• Meeting adjourned at 8:01pm.</li> </ul>			

TASK	RESPONSIBLE PARTY
Get staff survey results to Dawn.	Aurea
Determine % of employees making national livable wage and get to board.	Dawn
Review and make sense of policy D2 #1 and present it at the next board meeting.	Lynn
Add to agenda a standing line for visitor topics.	Ann
Edit Visitor Policy to reflect changes indicated by board (see above) and send next draft to board.	Ann
Review visitor policy and provide feedback via email.	All board members
Add to April agenda: Vote on visitor policy, review board compensation, continue discussion on End 1	Ann
Add to calendar: Next meeting with Joel -- 8:30AM, Wednesday, March 30	All board members
Redesign the board compensation options in light of board discussion and recommend how often board should review board compensation.	Aurea
Think about our first End and be prepared for a discussion at next meeting.	All board members
Submit meeting minutes to be included in upcoming board meeting packets.	Committee Chairs
Get AMM budget to Rachel to include in Membership Outreach Committee budget.	Dawn and Aurea
Bring ideas about End 1 to next meeting.	All board members