

Blue Hill Co-op Board Meeting

Tuesday, January 20, 2009

6:00 – 8:00 PM, Blue Hill Public Library

Attending: John Vincent (facilitating), Gail Bartlett, Chip Angell, Becky McCall, Deborah Wiggs, Erich Reed, Marianne Vandiver, Bob Sullivan, Karen Doherty (General Manager), Brian Loring (Front End Manager), Heather Albert-Knopp (minutes taker)

Last Month's Meeting Minutes

Minutes of the December 2008 meeting were approved.

Time Open to Owners

No owners that are not Board members appeared to speak.

Proposal: New paradigm for facilitating Board meetings (Marianne)

Marianne presented a proposal that the Board use an outside facilitator for a three-meeting trial period, if the Board is able to find a willing person who is a good facilitator and familiar with policy governance. After the trial period, a Board member would facilitate a subsequent meeting when the Board could decide whether to proceed with outside facilitation. Co-op trainer Michael Healey reported that a working member facilitates Board meetings at his co-op. The meeting agenda would continue to be set by the current process. Disadvantages of the current system (Board member facilitator) include: Board members are not necessarily trained in facilitation; the group loses the input of one Board member in each discussion; in September of this year there will be a relatively new Board and many of the experienced facilitators will no longer be on the Board. One disadvantage of the proposed system would be that Board members would no longer learn facilitation skills. **The proposal was approved by consensus.** Gail will work on finding a facilitator, and determining compensation that could include a small stipend and/or working hours.

Proposal on Board Monitoring of Policies

Becky proposed that the Board institute a trial period of monitoring policies at the regular meeting with the entire Board. All Board members would come prepared for the discussion, and a designated member would lead. Each item on the policy would be monitored through a yes or no vote, including details on how to correct the non-compliance. The final report would be written by the designated Board member. Advantages include: all board members are responsible for the policy, which builds understanding and familiarity with the policies; Board could focus less on process, more on issue discussions. Disadvantages include: more meeting time for monitoring with the risk of long discussions. **The Board agreed not to adopt this proposal at this time; instead, Gail will try out a different strategy for monitoring next month, putting the policy in a questionnaire format.** It was suggested that this question be brought back to Michael Healey for input on how exactly this is done at other co-ops.

Nominating Committee Report

The nominating committee presented its meeting minutes. An appointment procedure for vacant Board slots was recommended. The nominating committee is putting together a

pool of candidates based on Board and staff input. The committee also recommended that incoming Board members sign read and sign a “code of conduct” that would include clear explanation of “overriding conflict of interest.”

General Manager Report

Karen shared an addendum to the Manager’s Report, with an update on income statement and a report of deviation from the budget. Karen plans to consult with C.E. Pugh on how to address this. The cash flow is fine, and cash reserves are sufficient. Board members asked how these figures compare with national trends, and how the year-to-date income compares with last year’s. Karen did not bring the information needed to answer those questions. Board members also expressed concern about membership numbers being down.

Discussion: Opportunities to Link - Communicating and Connecting with Owners (John)

Member linkage was the weakest section in the Board self-evaluation. John led the group through an activity to consider and discuss the language that Board members are using when we talk with each other and with our owners, and whether it is means-based or ends-based. The discussion included: how the co-op currently ensures that it has effective owner relations; mechanisms for communications with owners; opportunities for membership linkages and communications in the future; the Board’s role in member linkage, specifically around ends rather than operations; the difference between *empowering* and *engaging* our members; the difficulty of communicating co-op ends and co-op philosophy; leadership training in public speaking and community organizing. **Gail asked the Board specifically what they would like to see from the president in the next newsletter. She will send this question out to the group via email.**

Next Month’s Agenda:

Karen’s financial report; patronage dividend (Karen and Gail); C4 (Gail); A6,7,8 (Karen); proposed Board meeting date change in September (Karen); follow-up on the member linkage discussion – developing a shared vision and plan for communication with owners (John will facilitate with input over email)

For a future meeting: Education/discussion: invite Jo Barrett or Donna Birdsall to join a discussion of how the Board and co-op can better support local producers

Next Meeting:

Tuesday, February 17, 2009

Minutes Respectfully Submitted by Heather Albert-Knopp