

**Cambridge Food Co-op
Minutes of Advisory Board Meeting
Wednesday, September 28, 2016**

Meeting called to order at 6:36 by Susan Sullivan, Board Chair

Advisers Present:

David Bayne
Kendal Dwyer
Megan Harrington
Marcia Reiss, Secretary
Hannah Stevens, Treasurer
Susan Sullivan, Chair
Kathleen Ward
Peg Winship

Absent:

Claire Hartten
Isaac Labish, Vice Chair

Cory McMillan, Store Manager

Co-op Members Present:

Betsey Shiland

Approval of minutes

Motion was made by Hannah Stevens to approve minutes from the August 3, 2016 meeting of the Board of Advisors. David Bayne seconded the motion. Vote: All in favor, motion approved. Minutes from the meeting accepted with no changes.

Committee Reports:

Nominating Committee – Susan gave a short summary of the current status of nominations and preparations for electing new Board members. Some members will conclude their second term at the end of this year and will leave the Board, or will not be renewing to the Board for a second term. These include: Susan Sullivan, Isaac Labish, Peg Winship, Kendal Dwyer, and Marcia Reiss. Nominees to fill vacancies on the Board include Jayne Stokes, Janet Britt, Betsy Shiland, Donna Orlyk, and Marty Kaukas. Hannah Stevens, currently Treasurer, will run for re-election for a second term. Susan requested bios from all nominees, to be submitted by October 6. These will be posted in the store and emailed to members.

It was noted that the Board may appoint up to three committee chairs, outside those elected by the membership.

Extensive discussion took place regarding the election of new Board members. It was suggested that the by-laws committee revisit the section in which limits are set

for how many members can be voted in at one time. The concern was to achieve more balanced turn-over in Board membership from year to year.

Building Committee – Marcia Reiss and Susan reported on trying to determine a good model for renting out office spaces in the Co-op. The committee is trying to allow more flexibility (i.e. short-term rentals or trial lease periods) in order to get more renters in. There are several short-term rentals in the works at this time. The front office will be rented out for one year beginning in November. Full rentals may require the Board to find an alternative meeting space, but it was agreed that this is a “good” problem to have.

It was noted that for some potential renters the stairs to the second floor continue to pose an accessibility issue.

Regarding painting and building repairs, the committee has several bids in for painting, repairs, and/or replacement with vinyl but the committee feels the cost is too high at this time and it’s not a priority.

Fundraising Committee – The committee has organized a tag sale for Columbus Day weekend, with donations solicited from members. Several Board members and store staff will be on hand during the sale. Board member David Bayne has offered storage of sale items at his house prior to the event. Baked goods will also be available for a donation.

Discussion of revised By-laws Draft:

Susan and Hannah offered a Q&A on the major changes suggested to the By-laws, giving a summary of their place within the overall context of the Co-op corporate organization, and updating the Board on changes and edits that the committee has recently worked on. The Board reviewed several key elements of the by-laws, including changes to Article II – Purpose & Powers, Article III – Membership, and Article IV – Board of Advisors.

Extensive discussion took place on sections dealing with the role of consensus, voting options, manager participation in meetings, and the role of worker-members at the Co-op. The members of the by-laws committee agreed to revisit the document with the goal of addressing changes, questions and suggestions from the Board. These will be incorporated into the final draft of the revised by-laws, to be presented to the Board for review at the November meeting (11/16/16).

Susan requested that Board members consider a Board retreat in December, in part to begin to learn about consensus as a model for decision-making. The Board was unable to agree on a date but will continue the discussion at another time.

New Business:

The **Fall Membership meeting** will take place on November 6, 2016. New Board members will be elected at that meeting.

Important Dates for 2016 and Beyond:

- Oct. 26 - Board of Advisors meet, upstairs at the Co-op
- Nov. 6 - General Membership Meeting **ALL MEMBERS ENCOURAGED TO ATTEND**
- Nov. 16 - Board of Advisors meet, upstairs at the Co-op
- January 2017 - Board of Advisors meet, date/location TBD
- January 2017 - Special Membership Meeting to vote on Budget, By-laws, Policies
- February 2017 - Board of Advisors meet, date/location TBD
- March 2017 - Board of Advisors meet, date/location TBD
- April 2017 - Spring Membership Meeting

Attachments (on bulletin board in store, or by request)

Preliminary Draft of By-Laws, 9/16/16 (11 pages)

Adjournment

Meeting closed by Susan Sullivan at 8:53 pm.

Respectfully Submitted,

Michelle Nagai, Board Clerk

Date