

**Rising Tide Board
Meeting Minutes APPROVED
Wednesday, February 10, 2016
5:30 p.m., FARMS**

Mary Ellen called the meeting to order at 5:34pm. In attendance were Mary Ellen Barnes (president), Peter Lakis (vice president), Amy Leshure (treasurer), Dana Wilson (secretary), Jessie Trafton, and Michael Walter.

Mary Ellen read Sarah Matel's letter of resignation, noting her increased personal family responsibilities. Dana moved to accept Sarah's resignation from the Rising Tide board of directors. Jessie seconded. All voted in favor.

Jessie moved to approve the January 21, 2016 Board Meeting minutes. Peter seconded. All voted in favor.

The Board has been working since December to address staff morale issues and complaints about the general manager. Mary Ellen opened the floor to the audience during a Member-Owners Comment Period. Staff member Dwight Chamberlin requested that the board search for board meeting minutes from 2008 through 2009. In particular, he hoped we might find out what made the board vote to drop the staff member being a member on the board. He suspected that Scott, the GM at the time, was involved. Dana agreed to inquire with former board members about archives.

Michael presented his store report. Dana suggested adding "staff vacancies" to his metrics. He presented the B1—Financial Condition and Activities report and B2—Business Planning and Financial Budgeting report. Mary Ellen inquired about credible projections and noted the store's reduction to a more realistic 4% in projected growth for 2016. Peter moved to approve the B1 and B2 reports. Amy seconded. All voted in favor.

Michael invited Rachael Button, Marketing and Outreach Coordinator, to report about the store's community outreach. He proposed having this as a monthly addition to the board agenda. Rachael reported progress made to date including silent auction goodie bags, a Morris Farm/Chewonki hunger event, and more. Mary Ellen requested to talk to Rachael about the Community Investment Fund and possibly moving that from the Board's oversight to hers. Proceeds to be granted out through the CIF won't be known until end of March 2016.

Amy gave the Finance Committee report with numbers through December 31 and reported on the successful refinancing with Damariscotta Bank & Trust. The Finance Committee will begin meeting on a quarterly basis now.

Mary Ellen noted that the details of the GM improvement plan are coming together. Board members will review a draft soon.

Peter gave a Nominating Committee update. Staff member Kim Michel noted that she gets inquiries from customers in the store. She will tell inquirers to email the board. Rachael Button offered to do a Q&A in a future newsletter. Peter will reach out to Rachael to draft it. Dana suggested that the Board make phone calls to members directly.

The board reviewed the Nominating Committee charter together. Dana pointed the board to a more recent version of the charter from 2015 on the Board's google drive.

Dana and Mary Ellen will get together to ensure that policy documents are being updated when the board approves wording changes, that they are easily accessible in the Board's google drive, and that the up-to-date versions are available to the public on the website.

Peter suggested that the board vote to do away with the CIF charter and pass it on to the staff.

Peter mentioned staff members Ronnie Pisco's and Stephanie Lane's request to have an employee liaison/staff member on the Board. This has been added to the March 9 board meeting agenda. Amy requested that Susan Barbera be invited to attend to provide historical reference. A few staff members were in the audience, two of whom said that they hoped for increased communication with the board and ensuring that more perspectives than just the GM's were being shared with the board. Mary Ellen hopes for an energetic conversation at the next meeting.

The meeting was adjourned at 6:40 p.m. and the Board went into Executive Session to discuss HR/personnel and the annual meeting.

The next meeting will take place March 9, 2016.

Respectfully submitted by Dana Wilson, Board secretary.

These minutes were voted on and approved by the Board of Directors on July 21, 2016.