

**Rising Tide Board  
Meeting Minutes APPROVED  
Wednesday, April 13, 2016  
5:30 pm, FARMS**

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

Mary Ellen explained rules for future board meetings, focusing on listening respectfully to all opinions, adhering to topics, and continuing to build chemistry between members, staff, and the board.

Mary Ellen proposed a correction to the March 9, 2016 Board meeting minutes with regards to the board's plans to work with CDS consultants for HR training. She noted that the board would review this option in the executive session, not vote on it. Dana made the change. Dana moved to approve the minutes. Jessie seconded. All voted in favor.

Michael presented his store report. Sales are up 7.3% from last year. March brought 55 new members making the active member count near 3,500. Dana pointed out that the Key Indicators spreadsheet was not included with the financial reports for this meeting, and expressed her desire to see it as soon as it is available. Michael responded that the prior month's finances close *after* the Board meeting date and will distribute the Key Indicators to the Board monthly going forward.

Michael reported on the first meeting with interested staff for the Staff Advisory Committee. The meeting was held on March 20 and six staff members participated. They changed the name to the Conflict Resolution Committee. The goal of the committee will be to discuss low-level frustrations and to make sure all staff members feel heard. All staff will be invited to all meetings.

Michael also reported compliance with the B9 report, GM Succession. In the event of an emergency, he recommended that Leslie Wicks and Dwight Chamberlain will act as interim GM team. Michael further recommended that the Board work with CDS to hire an outside interim GM instead of relying on current staff. Jessie moved to approve the B9 report. Dana seconded. All voted in favor.

Mary Ellen recommended changes to the GM report calendar, specifically moving the B6 Staff Treatment and Compensation and B7 Communication to the Board reports to earlier in the year. The board wants to make sure they are being respectful of their responsibilities and are using the policies properly. Michael proposed moving B7 to June and B6 to October. This would provide enough time to get tangible feedback resulting from the GM development plan, review all the information, and present the best data. The board will take more time to discuss the options before rescheduling the reports. Dana noted that the annual meeting date change will

require several other edits to the Board calendar. The Board will approve a revised calendar at the May meeting.

The Finance Committee meeting was rescheduled so there is no report at this time.

Jessie reported that the Nominating Committee has met with three people interested in serving on the board and is hopefully meeting with a few other interested candidates this week. She has been in contact with the Willimantic co-op regarding their nominating process and plans to have a comprehensive report at the May meeting with some recommendations for our recruiting process.

Mary Ellen reported RT's compliance with the C1 Governing Style and C2 The Board's Job. She read the C1 and C2 reports and asked for Board comments. Dana moved to approve both reports. Amy seconded. All voted in favor.

Dana reported her progress updating the policy register. Currently, the policy register lives on the RT website and in the board drive. At Mary Ellen's request, Dana has plans to archive the previous years' completed policy monitoring reports so that the Board's history of policy monitoring can be viewed in one folder on the board Google drive.

The topic of staff representation on the board will be added to May's meeting agenda for further discussion. The board has requested a proposal from staff on what they want this position to look like, what its role will be, and what staff are hoping to get from this role. Staff member Kim Michel requested access to the archived minutes describing the change in the policy that removed the staff member position from the board. (Dana read this section during the February board meeting.) Dana will send the February 2010 minutes to Kim. Mary Ellen requested that a proposal or proposals from staff regarding this position be received by Friday, May 6.

Mary Ellen explained that the annual meeting with the board elections and monthly donation recipient voting is postponed to October. A spring member meeting will be held May 21<sup>st</sup> in the FARMS space and will focus on what co-ops are doing in Maine and what RT is doing for the community. The spring meeting will include the annual report presentation by Michael. Member Jenny Begin expressed concern about waiting until the fall for the election, feeling that member owners are losing six months of representation, and about what it will do to the election schedule moving forward. Jessie explained that there are not enough candidates to fill the empty board seats. Mary Ellen stressed that in order to have a meaningful and successful election, it must be moved to the fall.

The meeting adjourned at 6:35pm and the Board went into executive session to discuss HR/personnel.

The next meeting will take place May 11, 2016.

Respectfully submitted by Harley Stevens, Board reporter.

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