

MEETING OF THE RISING TIDE BOARD

October 14, 2014

The meeting of the Rising Tide Board was called to order at 5:37 p.m. by Vice President, Jon Weislogel. Present were the following Board members:

Jon Weislogel, Vice President	Beth McPherson
Judy Sandick, Secretary	Dana Wilson
Sarah Matel, Treasurer	Ann Leavitt
Mary Ellen Barnes	

Also present were Karin Swanson and Candy Bordonaro, representing the Interim GM Team; Dwight Chamberlain was in Montana for a NCGA-sponsored conference.

It was noted that the Board had VOTED unanimously on October 10, 2014 via email to accept the proposed job description for the GM as well as the ad for the Cooperative Grocer's next edition. Further discussion of GM Search Committee efforts will occur under "New Business."

Jon reported briefly on his visit to the Brattleboro Co-op last weekend. He noted that they still have member/volunteers "working" in the store.

After his opening remarks, Jon asked the Board members present to consider the Calendar Review. The most recent version of the 2014 calendar will be emailed to all Board members. Since D3 and D4 of the Policy Governance obligations of the Board have to do with monitoring the GM, both tasks will be postponed. Saran noted that the Board goals and associated budget should come before the Finance Committee for consideration before coming to the Board. Other calendar considerations included a deadline for the winter quarterly newsletter of October 31. Aside from a greeting from the President, Dana will be summarizing the work of the GM Search Committee. Future quarterly newsletter deadlines will become part of the calendar for 2015; Karin will get the dates to the Board for inclusion.

As for the Agenda Review, a more formal discussion of the October 10 email vote of the Board as noted above will become part of the "New Business" portion of this evening's agenda.

The Consent Agenda was presented; as part of this review, the Board VOTED unanimously to approve the minutes of the September 9, 2014 meeting of the Board as submitted.

Karin then presented the Interim GM Report with input from Candy. The financial summary for August will be further discussed during the Finance Committee report. Dana asked about the need for an upgrade to the ECRS server. The capacity of the current server is maxed out and the hardware upgrade is necessary to incorporate the recent software upgrades available to RT as part of the Catapult program. There being no further questions, the Interim report was accepted as submitted.

Dana then presented the GM Search Committee report. The first meeting was held on October 1 to develop a long and short form of the job description. The Committee asked for a vote from the Board by October 10 so that the first ad could be submitted to the Cooperative Grocer in time for the next edition. The Board approved the Committee's proposal and the job description will appear on our webpage as well. Candy will receive resumes as she has in the past.

As part of her report, Dana thanked Susan Barbera, past Chair of the GM search Committees, for her initial assistance. She then distributed the GM Search Committee's Charter and Hiring Timeline for 2014-2015. With respect to membership and voting rights of members, each Board member will have a vote; RT management representative, Elsa Kevin, will have one vote and non-management representatives, Abby Lydon and Kim Michel, will share the position and have one vote between them. Jon requested that Dana speak with Abby and Kim to clarify that one of them should probably serve as primary and the other as alternate. Sarah then made a motion that the Board accept the charter, timeline, and budget as proposed by the GM Search Committee; the motion was seconded by Mary Ellen. The Board VOTED unanimously to accept the above items in their entirety. In addition, the Board complimented Dana on her organizational skills and the timeliness of the Committee's actions. The next meeting of the Search Committee will be held on October 22. The committee will discuss the degree of involvement of CDS consultant, Carolee Colter, in the screening process of candidates.

Beth then presented the FARMS update. She noted that the first food preparation class for children upstairs was held recently and will be featured on the Quimby Family Foundation webpage. A schedule of classes was distributed focusing on adults, but children will be attending as well. FARMS will soon be hiring a liaison to schools to bring children into cooking classes in the new year. The FARMS Board is developing a firm policy re costing out the various programs. Karin will post the Upcoming Classes on the bulletin boards downstairs in RT; registration instructions will be included on a revised schedule. Beth closed her report with an acknowledgment that security for the FARMS facility needs to be enhanced now that the use of the kitchen will be more frequent.

Sarah reported on the Finance Committee's review of August and YTD financials. She noted that though net income had increased to \$65,000, managers are aware that sales volume will decrease as winter approaches and that accommodations to reduce personnel costs will be necessary. She also noted that she and Karin will be meeting with MRDA shortly to finalize the interest rate for the upcoming five year renewal period. Also, we need additional guarantors to satisfy our Genesis renewal requirements. Sarah received assurance from Genesis that no personal financial information would be required. Once our loan balance reaches \$100,000, all guarantors will be released. Should anyone be interested, please see Karin for necessary documents.

Beth presented a brief report on behalf of the Nominating Committee: Two gentlemen are in conversation with the Committee to determine whether or not they would be interested in joining the Board.

Finally, Jon briefly mentioned that he had not yet submitted a survey due to Twin Pines. The Board then decided to postpone discussions re Board Governance until the November meeting.

Under New Business, The Board acknowledged its email vote on October 10 which unanimously approved both the long and short versions of the GM job description as submitted by the GM Search Committee. Candy asked for notice of the posting of any ads so that she can be on the lookout for invoices.

The meeting was adjourned at 6:50 p.m.