

Fare Share Spring Member/Owner Meeting Agenda/Minutes

Saturday, APRIL 8th, 2017, 2-4pm in The Commons

OUR VISION is a cooperative, welcoming, sustainable, and resilient food hub that educates, inspires, and serves a diverse local community.

2:10pm - Welcome, Introductions

Present: Cyndy Tinsley, Forrest Tinsley, Bille Rae Koch, Mary Ann Haxton, Steve Bies, Rick Jackson, Rockie Graham, Han Libby, Ken Morse, Nikki Millonzi, Katey Branch, Kaya & Mitchell, Zizi Vlaun, Jess McMahon, Andrea Asken-Dunn, Peter & Carol Kreiner, Patricia Suzanne (Trish), Ashley Roberts, Rachel McGarry, Kris White, Lee Margolin, Lisa Moore, Marty Elkin

Presentation of **2016 Annual Report** including 2016 Financials, GM Report, Solar Campaign Update, and 2017 Calendar

2:20pm - Meeting Agreements - given to everyone for review

2:21pm - BOD Member Vote: 3 Way to Do It. Practice for Spring 2018 when the BOD hopes to put a shift to a Patronage Discount system out to the membership for a vote.

Voting Lisa explained the new ways we have to vote now: In the store, Online, by USPS
For a vote, must have 10% of membership in good standing. (*Question in meeting about wording of ByLaws about when quorum is needed or just consensus.*)
<http://faresharecoop.org/fsc-bylaws.html>

III. Definitions

1. **Vote & Voting**—For purposes of this document, the term, “voting” as in “voting member” and “members present and voting” refers to any form of participation in group decision-making, whether by exercising an ordinary vote or by participating in the development of a consensus. A “vote” is the authority to participate in group decision-making or the exercise of that franchise. In Membership meetings, each member, whether an individual or a household, has a single vote.

IV. Membership

2. **Quorum**—Ten percent of all Members in Good Standing constitute a quorum to conduct business.

Mary Ann explained consensus:

http://cultivate.coop/wiki/Consensus_decision_making

1. **Thumbs UP - Consent:** expressing general agreement, support for and willingness to abide by the proposal.
2. **Thumbs - SIDE - Stand-aside:** expressing significant concerns or disagreement, along with (perhaps reluctant) willingness for the group to proceed with the proposal.
3. **Thumbs-DOWN - Block:** expressing serious concerns that either the proposal does not align with group values or would cause a catastrophe for the organization.

Voting - Lisa introduced each potential Board Member up for a vote and let them express why they want to be on the board: Andrea Asken-Dunn, Becky Cheston (not present), Corey Dilts (not present), Peter Kreiner, Rachel McGarry, Lisa Moore, Ashley Roberts.

- 210 households in good standing of 530 households total in system.
- 68 new members in 2016
- 36 votes total, 21 needed for a quorum.

- On future ballot, add a few lines for write ins (TO DO: Zizi)
- Add space for people to be able to explain their Stand-Aside or Blocking vote.
- Could have someone come to meeting to represent them if they can't show up.
- Terms started in January 2017
- Board limited to 9. Could have auxiliary board members and a position for a high school student
- No treasurer currently - in Bylaws we have described a role as treasurer that we've never actually fulfilled properly. We do have a functioning Finance Committee that meets monthly: Mary Ann, Steve Bies, and Emmy.

VI. Officers

3. Treasurer—The Treasurer is the Chief Financial Officer of the Co-op and has the following duties (which may be delegated as appropriate):

- Implement the Financial Policies of the Co-op;
- Pay the Co-op's bills and collect the Co-op's debts;
- Keep the Co-op's books;
- Chair the Finance Committee;
- Report on the financial affairs of the Co-op to the Membership and to the Board at each meeting;
- Ensure an annual audit of the Co-op's books; and
- Advise the Membership and the Board on appropriate steps to be taken to ensure the financial health of the Co-op.

2:45pm - Continuance of Patronage Discount discussion; establish Committee with a goal of proposing Bylaw change at the Fall Membership Meeting on November 11.

Discounts at register since 1978, is this the best way

We're approaching time to develop consensus about it

In Annual Report, read GM Report, \$19,787 are how much we gave out in

Instead of giving discounts at register at end of year, our members get dividends. At least 20% must go to the owners. 80% is intended for what is needed to reinvest in the store. Debate in November to work through pros and cons. Mary Ann showed examples of documents for dividends with end-of-year letter.

See Patronage Dividend Primer under Annual Reports:

<http://faresharecoop.org/annual-reports---minutes.html>

3:00pm - Discussion about Patronage Dividends

- Do we have someone that can capture how important the discount is to buyers at the register?
- Being addressed by name in the store is important.
- A letter at the end of each year to owners is important.
- Complexity in it all that Ken Morse would like to help with. This is a critical piece to being a true co-op.
- Shares and investments need to go into the Bylaws.
- FSC has not-for-profit in State of Maine. CDI said we can function as a cooperative without changing status
- Ownership - right to dividends. Need to capitalize the store properly. All buyers can obtain dividends.
- If we do it, need to think about how to attract new members without the discount.
- The more we can buy in bulk, the lower the prices we can get.
- Would reduce a lot of work for the staff if we got rid of the current 2-tier pricing system
- Rockland still gives discounts. Can we see what other co-ops around state are doing?
- If we do keep some kind of discount, we could do it at the register
- Check out any tax consequences

3:20pm - Brief report on ways that Fare Share is reaching out to more diverse parts of our community.

Maine Harvest Bucks (MHB)

Once we can get the POS system upgraded and get it working with MHB, we'll be able to offer people who have low income and qualify for SNAP benefits MHB vouchers. If they buy \$20 of SNAP-eligible foods at the Co-op, they will receive \$20 in vouchers to buy local produce at the Co-op. The program is managed through the Maine Farmland Trust as a partner for the Maine Local Food Access Network with FINI funds through the USDA that Wholesome Wave manages.

<http://www.maineharvestbucks.org/>

<http://www.wholesomewave.org/>

<https://www.benefits.gov/benefits/benefit-details/1272>

Marketing Committee

Emmy and Zizi have been working with CDI to redesign the Co-op's public image and message, and we will also be going through a complete store reset with another consultant. If anyone would like to join the Marketing Committee, please let us know.

3:25pm - Basement

Paper was put up for members to put their ideas about how we could use the basement.

Closing comments:

- Han suggests making bumper stickers that say "I Volunteer at Fare Share Co-op!"
- All owners in good standing have shopped in 2017
- We have a larger number of people shopping.

Awards:

Golden Plunger - Zizi for cleaning the basement

Staff Recognition - Flowers to Han for being our wonderful senior staff member and Jess for being so great in so many ways.

DOOR PRIZE - Basket of goodies went to Carol Kreiner. Yea!

Birthday cake and birthday song sang for Andrea Asken-Dunn who came to the Membership Meeting on her birthday. Now that is dedication! **Happy Birthday, Andrea!**

4:00pm - Meeting Adjourned