

**HARVEST BOARD OF DIRECTORS  
PUBLIC MINUTES—FINAL  
AUGUST 4 2008**

Attending: Betsy Adams, Steve Clifford, Amy Cotter, Jessie Grogan, Margaret Lamb, Jessie Myszka, Salil Simon Payapilly, Joe Slag, Diane Simpson (board administrator) Mike S. (General Manager; via telephone).

Guest: Tammy McKanan

Excused: Matthew Altman

Meeting minutes taken by Diane Simpson  
Meeting commenced at 7:00 p.m.

**Public Comment**

No public comment

**GM Report**

New driveway installed last week in the back. Looks nicer and is easier to clean up. (Old driveway was gravel; hard to wash down.) New bulletin board installed on the patio beside the building. The most-needed repairs have been completed.

Cambridge store: New awnings ordered for both sides of the building and new bike rack ordered that will double capacity. Bike usage has increased substantially. A couple of people brought bikes indoors, which is not encouraged. Time frame for improvements: bulletin board a couple of weeks; by the end of August everything will be complete.

Q: Financial considerations: Are these improvements paid for?

A: Yes, we budgeted for this.

Q: Do driveway and façade improvements count as a free upgrade to the landlord?

A: Landlord split the cost with us.

**ACTION ITEM** Mike would be happy to reach out to Ian Klepetar, who started a program called “Bicycle Benefits,” which gives people rewards for riding bicycles. Businesses come up with their rewards independently and people obtain “bicycle benefits” stickers to put on their helmets. They display these to the business and they receive a reward. Ian K. invited Harvest to participate in the program. The URL is <http://www.bicyclebenefits.org>

Mike S. Met with New Amsterdam on Wednesday—they start next Monday August 11 for home delivery from Harvest Cambridge.

**Director Compensation**

Highlights: the stuff in the literature was *old*.

Most co-ops do offer a discount and it’s usually around 15%

Discussion: Marilyn’s arguments against a board discount are compelling.

Background: Board discount was eliminated when worker members were discontinued so that no one would be getting a discount.

Suggestion: Quarterly gift certificates to the co-op.

Some considered food to be compensation but others considered it to be reimbursement.

Two choices:

- 1) Accept Mike's proposal for the reinstatement of the discount.
- 2) After that—come up with a package for compensation if we feel we need/want/deserve it.

Question: Bylaws often indicate compensation.

Answer: Our bylaws do not do that.

**Motion to decline register discount**

Steve moved; Jessie G. seconded that the board respectfully and gratefully and decline to accept the offer for a register discount. Unanimous 8-0-0.

Mike S: one number stuck out to me as being significant—85% of co-ops provided their board members with purchase discount.

Comments: This is several years old. Marilyn may be representing an evolution of thought.

**ACTION ITEM** Jessie M. and Jessie G. tasked with coming up with a proposal on board compensation that the board can agree on.

A couple of board members expressed the opinion that compensation does not factor into anyone's decision to serve on the board. Other board members expressed the opinion that it was largely symbolic but they did appreciate it.

Q: Is board compensation lawful in this state?

A: The committee tasked with coming up with a proposal will look into this.

Q: (To Tammy) On the boards you served on, were you ever compensated?

A: Yes, I served on several boards and I was always compensated. I felt more as if I could insist on participation if the board members were paid. You keep the riff-raff away by saying "You're not just a volunteer." We compensated members of committees as well (with a discount.)

**Elections Committee**

Five people have expressed interest in running for the board.

Jessie G. looking for directors to show up for the "Directors Q & A" Wednesday, August 20<sup>th</sup>, 6-8 p.m. We're now working on recruitment. Everyone asked to help.

Nominations & Elections committee will be ramping up soon to figure out a process.

The board will endorse specific individuals.

**MSCC Recommendation on endorsement**

1. Endorsement

- a. We reviewed the request regards food vs. biofuels. We have a few questions regarding the request and our policy:

- i. Who is the request from?
- ii. What is the goal?
- iii. What is expected from Harvest?
- iv. What is the time frame?

Liz L. will go ahead and ask the original requester for the endorsement for this information.

Q: It could be any of these three people getting the info:

- It could be the person who originally received the request
- It could be management
- It could be the chair of the committee

A: It's MSCC'S job to answer these requests. They should be the ones getting the information.

Process for future endorsement requests: Chris D. to email MSCC chair but with GM and the board president copied.

**Letter from Employee to the Board submitted in the July meeting**

Concerns:

- There are employee names in the letter. Employee names should be redacted.
- There are unfounded accusations in the letter.
- The employees mentioned in the letter might object to having their names on the web site.
- What would we have done if he had been here and spoken instead? Probably would have summarized and responded.
- In a way this is something that is more appropriate to put in the complaint box downstairs.

**Motion to table approval of minutes**

Steve C. moved; Jessie G. seconded to not approve the minutes until the issues regarding the letter are addressed. Approved 7-1-0.

**ACTION ITEM** Jessie M. agreed to summarize the letter and come up with a proposal regarding future letters submitted to the board. (Done)

**Motion to close public session**

Amy moved; Jessie G. seconded. Unanimous 8-0-0. Public session closed at 7:55 p.m.

**Action Item Summary**

**ACTION ITEM** Jessie M. and Jessie G. tasked with coming up with a proposal on board compensation that the board can agree on.

**ACTION ITEM** Jessie M. agreed to summarize the letter and come up with a proposal regarding future letters submitted to the board. (Done)