

**HARVEST BOARD OF DIRECTORS
PUBLIC MINUTES
10 SEPTEMBER 2012**

Attending: Matt Auerbach, Annette Ghelfi, Stephanie Golas, Wendy Holding, Andrew Kessel, Christina Lively, Rebecca Nemec, Diane Simpson (Board administrator), Christian West, Scotland Willis.

Mike St. Clair, general manager, attended the second half of the meeting because he had to stay at the door for the first half to allow members in.

Guests: Members of the BDS* group (approximately 25-30 people); R. Wayne Clark, Arash Kani

Meeting minutes taken by Diane Simpson

Meeting commenced at 6:40 p.m.

The meeting began with a round of introductions by the group.

Christina reviewed the meeting etiquette.

There was a query about how much time would be allotted for questions and when the member comment section would begin. Since the published agenda had indicated that member comment would start a little after 7 p.m., it was agreed to hold off until that time. The Board Strategy Session was replaced by an informal question and answer session.

Someone asked why there are private sessions. The answer was that certain things need to be kept private at any co-op. In response to another question, it was noted that the treasurer's report is given at the annual meeting. A director pointed out that the Board does talk about business in the public section also. A guest replied that it was very important for the real estate issue to have been in the public session. Christina made a request for someone to stop tape recording the meeting, because this was a private meeting of Harvest Co-op and the members. Someone asked who wanted to speak at the member comment section, and a signup sheet was circulated.

Agenda Review

At 6:42 p.m. Board reviewed the agenda, and copies were handed out.

Election Committee Update

At 6:45 the Election committee update was given. There are three open seats and three interested candidates. (There were more than three interested candidates but the Board only received three applications by the deadline.) The chair of the election committee (Stephanie Golas) and the Member Services Director (Chris Durkin) will prepare election materials.

**movement for boycotts, divestment and sanctions against Israel*

August 28 Meeting Review

At 6:50 the August 28 meeting review was given on behalf of the Retail Strategies committee. There should be a questionnaire every two years.

Key themes that emerged:

Members would like more opportunities to be engaged. Ideas for this included:

- Involvement in coming up with a yearly or 5-year plan for Harvest
- Perhaps 4/year events such as a lecture/dinner, volunteer run picnic or other event
- More information about co-ops in the store and on the website, like a history of our store
- Information sharing between members such as a recipe board, way to connect members interested in bulk ordering.
- Information on financial implications of all the changes occurring

Members would like to ensure that Harvest workers have a good place to work.

The Board should consider having a World Cafe type meeting with members on a yearly basis, and will figure out what to do with the do next with the ideas from the meeting that just occurred.

Scotland arrived at 7:02 p.m.

The member comment signup sheet was still going around, but so far thirteen people had signed up to speak. Rebecca agreed to be timekeeper. Based upon the fifteen minutes allotted for member comment it would be about one minute per speaker. A director noted that the purpose of member comment is so that members can be heard, not to resolve disputes.

Christina explained how the referendum process works and noted that the Board had to follow the bylaws. She pointed out that a petition is a democratic process and observed that the Board had gone through the process and done their duty as a Board.

A speaker said that more members might want to speak.

A director said that the Board had additional business that it had to attend to. Another director said the Board could schedule another meeting. A member asked if the date for that meeting could be set tonight. The answer was unfortunately not, because the Board would have to meet first. A member of the group said they did not know about the new JP store, and wanted to know if that would hold up the proposed meeting. The answer was no.

Member comment started at about 7:05 p.m. with the reading of a statement by one of the members.

Members of the group supporting the referendum issue had the following concerns:

- Was the process fair?
- Why did the referendum policy change during the process?
- Why was that policy voted on during executive session?
- Why did the Board not decide to have a referendum in the first place?
- Why are only active members counted in the petition process?
- Why did the Board put in a deadline?

The member comment section ended at 8 p.m. and there was a short break. The members of the BDS group left the Board meeting.

Referendum Issue Discussion

Attending: Matt Auerbach, Annette Ghelfi, Stephanie Golas, Wendy Holding, Andrew Kessel, Christina Lively, Rebecca Nemec, Diane Simpson (Board administrator), Christian West, Scotland Willis.

Guests: R, Wayne Clark, Arash Kani, Mike St. Clair (general manager).

When the Board meeting resumed, the directors had a very long and reflective session about the referenda issue and the process used to create the referenda policy, which was an update of an old policy. There were many views voiced on all sides of the issue. After a protracted discussion, the Board held a straw vote on whether to hold a referendum on the hummus issue. The straw vote showed that 2 directors were in favor, 4 were against, and 3 had serious reservations.

A motion to close the meeting was made and seconded. The meeting closed at 9:40 p.m.

ADDENDUM

After the Board meeting there was a vote by email to see if the Board wished to call a referendum.

Motion: Should we have a referendum? The motion was moved and seconded. Motion failed. Vote was 0-6-0.