

**HARVEST BOARD OF DIRECTORS  
PUBLIC MINUTES  
6 MAY 2013**

Attending: Eva Amanda Agudelo, Matt Auerbach, R. Wayne Clark, Stephanie Golas, Arash Kani, Dave Madigan, Leah Madsen, Diane Simpson (Board Administrator), Stephanie Souza, Mike St. Clair (General Manager, via telephone).

Guest: Dina  
Absent, Excused: Christian West  
Meeting minutes taken by Diane Simpson  
Meeting commenced at 6:57 p.m.

**Agenda Review**

Wayne highlighted the “must do” items  
BDS discussion moved to end  
Global ends pushed to next meeting

**Member Comment**

Dina said “thank you” because the co-op is awesome.  
Came in reference to the BDS topic and she appreciates the position the co-op has taken--Middle East politics is complicated and doesn't belong in the co-op.  
When asked if that meant she thought Harvest should not participate in the boycott she said yes.  
Another member commented that they were happy to hear that Arborway store has been busy.

**GM Report**

**Motion: Approve April GM report on Policy: B3 – Business Planning and Financial Budgeting.** The motion was moved and seconded. Approved 7-0-0

- Action Items: Did everyone fill in schedule?
- Will talk about tabling later in the meeting.

**ACTION ITEM** Stephanie to get the draft (new global ends) into the next packet

**Motion: Approve April public minutes.**  
The motion was moved and seconded. Approved 7-0-0.

**Seating New Board member**

**Motion: Seat Dave Madigan as interim Board member to fill Wendy Holding's spot (through Nov. 2013).** The motion was moved and seconded. Approved 7-0-0.

Now there are 9 members on the Board.

**Christian's Resignation**

**Motion: Accept Christian's resignation from the Harvest Board.**  
The motion was moved and seconded. Approved 8-0-0.

The Board is back down to 8 members.

### Treasurer Discussion

Arash is interested. Stephanie reviewed the official responsibilities of the treasurer:

--Put together Board budget

--Give report at annual meeting on general financial standing of the co-op

--Aid in understanding the financial reports

**Motion: Elect Arash treasurer.** The motion was moved and seconded. Approved 8-0-0.

Should the Board find someone to fill Christian's seat?

The new member would serve for a year and a half. The BOD discussed options.

**ACTION ITEM** Stephanie to reach out to Christian to see if there's anything we need to know

**ACTION ITEM** Stephanie to put "new member filling Christian's post" on the agenda

### Tabling

Discussion about why no tabling is happening at the older stores. Members have brought it up as an issue. The Board discussed various options. Idea: Split into teams and go to the same store each time.

**ACTION ITEM** Everyone fill out the tabling spreadsheet with their availability

**ACTION ITEM** Stephanie to email Chris Durkin with the breakdown of who's tabling where  
If 4 or more sign up: Can do two stores.

Arash left at 7:25 p.m.

### MSCC update

- Member Engagement group surveyed (Out of the 4 groups)
- Speaker series idea came out of this
- First event at Democracy center in Cambridge
- Stephanie has asked about resources (\$60 donation requested)
- Stephanie has a publicity plan and will work with the two Board fellows

### Future of MSCC

- Meetings not well attended
- No goals--just open-ended discussions
- Discussion: How to reinvigorate the MSCC
- Stephanie rewrote a draft charter
- MSCC is a lot of work
- The Board discussed the goals in the charter

- Not clear that MSCC is the right place to achieve these goals
- The Board has worked hand in hand with Chris in the past
- How does the Board keep it a strong priority for ourselves?
- Chris says members want to do “work trade”
- Comment: Member engagement is a core value
- Idea: We’re going into election season--let’s talk up the member group and go with the speaker series until then.
- Idea: Coupons or tokens if you serve on MSCC
- Idea: Harvest apron
- Idea: Elect Membership and Social Concerns Committee

Mike was asked his opinion and he said it was a big topic. Board provides direction to Mike. If Board has specific goals it wants Chris to achieve, Mike can help him achieve those goals.

- There have been many great ideas but not necessarily well executed.
- Comment: need clarity on what Board wants from MSCC
- Previously a director chaired the MSCC and set the goals.
- Comment: 2 available paths:
  - One: Member Assembly (would have to motivate people to demand it.)
  - Other: Go back to having monthly meetings and have the 4 working groups
- Directors liked the idea of having the MSCC work on the speaker series for now

Mike was asked if he could support this (speaker series) with about \$60 for room rental and a small amount for snacks and drinks. He said, yes, lets do this and see where it lands.

**ACTION ITEM** Stephanee to get final estimate for food (for the MSCC event)

**ACTION ITEM** Stephanee to send email addresses of people who sign up (at MSCC event) to election committee

Matt, Wayne, and Arash are the Election Committee (EC)

**ACTION ITEM** Stephanee to come to Election Committee meeting and explain her election strategy

**ACTION ITEM** Stephanie to send the forms to Matt who will update the forms and make the template more interesting

**ACTION ITEM** Matt to write up something for Chris Durkin by May 20 for the newsletter; Eva and Leah will help as needed

**ACTION ITEM** Diane to get election packet to Matt

The Board fellows are going to help with the social media outreach. Dina is a supermarket marketing professional and would be happy to help with this effort also.

### BOD monitoring report

- Eva explained the Global Ends and how the Board monitors them.
- Only 5 members filled out the monitoring report. Why?
- Directors are very busy and need help remembering things.

**ACTION ITEM** Stephanie to set up a reminder (about Board Monitoring Report) on Google calendar

Eva went over the Board monitoring survey for this month

**ACTION ITEM** Stephanie to update the dashboard and include it in the packet and send the link

Consent agenda, definition: The directors all make the agenda and decide on it together  
There were 4's across the board.

**Motion: Accept Board monitoring report on C.3 – Agenda Planning.** The motion was moved and seconded. Approved 7-0-0.

### Board recruitment

Comment: If somebody is willing to do something we should find something for them to do—put proposal out there that we're accepting applications.

Comment: Put a few bullet points in the newsletter about what the Board needs help with.

Comment: Put a tab on the web page about how to get involved

In response to a question as to whether we are in the process of a website redesign, Mike replied yes. A director asked if they could get a page on how to get involved (Member involvement page—it could be one of the main tabs.) Mike said, yes, we can do that. The director asked about content management and the Board administrator responded that she updates the Board pages.

Mike: it would be helpful if someone would describe the MSCC tab

**ACTION ITEM** Eva will write up a description of what the content (for the MSCC tab on the website) will look like

### CCMA (Consumer Cooperative Management Association Conference)

- Wayne would like to attend this year
- The Board budgeted for 2 people
- \$795 for registration per person –\$1600 total for 2 people
- Mike: CDS consultant is flying from Texas (not driving down from Vermont as Marilyn did) and is staying overnight in a hotel--\$1,000 unexpected cost.
- The directors would rather have more wiggle room in the MSCC budget than send 2 people to CCMA

**ACTION ITEM** Stephanie to notify CDS of Diane's offer to host

**ACTION ITEM** Wayne to prepare the CCMA budget request

### Business Cards

**ACTION ITEM** Mike to send business card template to Wayne

**ACTION ITEM** Wayne to get the business cards done

### Meeting Frequency

Discussion:

- We have a lot of work to do--need more meetings.
- Meetings not necessarily to the best way to get work done
- Stephanie outlined how the Board is supposed to work

Idea: Make sure the work that needs to be done is part of an agenda item. Then we can see if the structure we set up for ourselves really works.

**ACTION ITEM** Diane to create a Google doc (“Committee Topics and Signup”) that the BOD members can use to sign up for activities that they want to do.

- The Board will review this in 2 months and see how it’s working
- “Accountabilibuddy”--everybody has to do it or nobody does it
- Idea: At each Board meeting decide at least one committee will meet and decide on a date

**ACTION ITEM** Election and Global Ends committees will meet before the next BOD meeting

The Board briefly discussed the Community meeting that had fallen off the radar screen.

### BDS

Stephanie explained the background on the letter to the reporter. The reporter was from Boston Open Media and he sent the questions in Sept 2012 (after the BDS meeting he was not allowed to attend.) At last open Board meeting it was stated that Harvest did not carry the products any more but now it’s apparent that Harvest does carry some of the products. Wayne met with them. He saw three options:

- 1) Management could decide to stop selling all the products
- 2) Board could pass a resolution saying we don’t want to carry any of those products
- 3) Have a referendum

Comment: the products didn’t make the cut when the store moved across the street

Q: What % of membership is aware of this conflict?

A: Anyone who reads the newsletter would be aware of it

Q: Why not use this as the hot button topic and put it in the MSCC committee and see what people think of it

Time limit: 5 minutes is over. Board discussed allowing more time in the next agenda.

Comment: You have to re-read this whole history. I don't see what else we have to discuss. We followed the bylaws.

Comment: This is a very big issue. We have to table it if we're going to continue talking. Board has a community meeting with the group and wanted their help on reforming the group.

Stephanee left at 8:38 p.m.

Director: We need to discuss our relationship with these members.

Comment: Put BDS on the agenda for next time and talk about member relations.

Dina: Make a conscious effort to solicit member opinions to the other side of the issue from people who might not be as vocal but feel strongly.

The Board Administrator noted that the previous Board had voted a couple of times not to have a referendum on Sabra Hummus. (Excerpt from Decision Log below).

**ACTION ITEM** Eva to write up what she just said re: BDS as a proposal for the next meeting

**ACTION ITEM** Stephanie to put BDS on the agenda for next time and talk about member relations

The Board voted not to have a referendum on Sabra hummus.	9-10-12 Email
The Board voted to reaffirm the referendum policy.	10-1-12 PUB
The Board accepted the results of the petition to have a referendum on Sabra hummus. The petition failed due to insufficient signatures.	10-1-12 PUB

**Motion: close public meeting.** The motion was moved and seconded. Approved 6-0-0.

The public meeting ended at 8:43 p.m.

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**Action Item Summary**

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