

**HARVEST BOARD OF DIRECTORS  
PUBLIC MINUTES  
7 MAY 2012**

Attending: Matt Auerbach, Annette Ghelfi, Stephanie Golas, Wendy Holding, Andrew Kessel, Christina Lively, Rebecca Nemece, Diane Simpson (Board administrator), Mike St. Clair (general manager, via telephone), Christian West, and Scotland Willis.

Meeting minutes taken by Rebecca Nemece and Diane Simpson  
Meeting commenced at 7:10 p.m.

**Agenda Review**

At 7:12, the Board reviewed the agenda for the public session.

**Member Comment**

No members (non-directors) were present for member comment; therefore there were no comments from members.

**Election Committee Update**

No any major updates from the Election Committee. The dates in the election packet have been updated, but the Board should review for additional updates

A director asked a clarifying question. Does the Board put anyone on the ballot?

A Board member explained: The Board lets anyone run, but we endorse people that we know. That means we have to meet the candidate.

The directors made a few minor edits to the election packet, which were added to the document.

**Motion: Approve election packet.**

The motion was moved and seconded. Approved 9-0-0.

**Tabling Update**

At 7:23 The Board reviewed the tabling procedures and information. Tabling is one of the ways that the Board and MSCC (Membership and Social Concerns Committee) perform outreach to members and shoppers. While tabling, directors and MSCC members stand at a table in a specific location in each store. (Generally two people table together.) They give out chips and salsa while talking to people about questions they may have. Tabling takes place on Member Appreciation Day (MAD day), which is the second Wednesday of each month in the early evening, at any time between 5 and 8:30 p.m. The idea is to connect with people who are shopping after work. The tabling activity occurs in a specific location designated by the front-end managers at the JP and Cambridge stores.

The Board is arriving at the end of the first tabling rotation. New people need to sign up.

**ACTION ITEM** Board: Check your schedule and put your name in the tabling chart every time you are available for tabling.

**ACTION ITEM** Christina to send out the link to the tabling chart.

### **MSCC Update**

At 7:25 Andrew gave a quick update as to what's been happening on MSCC:

They are focusing on recruitment—losing some active people due to moves.

- They discussed the Co-op Faire.
- They are keeping the July 7 date
- The landlord has approved the use of the parking lot for the Faire.

The “Reusable Bag” idea is a systems approach—a sort of “Zipcar for bags.”

The “More Voices in the Newsletter” idea has been well received.

### **Board Education**

At 7:29 Christina reviewed the article she had selected for this month's Board education initiative. She noted that the first year under the Policy Governance had slowed down the Board's initiative a little bit because it is a lot of work setting up a new system. Now that that is all done she hopes to have more Board education materials in the packets.

This month's article was entitled “The Board Role in the Accountability Stream.” It focused on staff treatment, and how this can be a delicate balancing act between the staff, the Board, and the general manager. Sometimes it can be tricky to figure out where delegating authority to the general manager ends and “workplace empowerment” begins. Here are a couple of brief excerpts from the article:

*It seems counterintuitive, but the co-op's most underappreciated employee might actually be the general manager. Not many people want to manage multi-million dollar businesses on behalf of a diverse community with inconsistent support, ever-changing bosses, constant critical feedback, and pay often not commensurate with responsibility. What are the benefits in that?*

*Policy Governance allows boards to define and limit executive powers, and it can help boards by providing a structure for doing that work. If the board does become concerned that the manager's behavior might be in violation of workplace standards, the board can implement additional monitoring to determine if the general manager's interpretation of staff treatment policies is reasonable and in compliance. By maintaining focus on ends and results, boards can balance what's in the overall best interest of the co-op. To fulfill its accountability to members, the board must articulate the co-op's values and expectations. Then the board must empower its manager to accomplish those expectations and hold that manager accountable for doing so without creating unacceptable conditions. Directors have the challenging role of holding many things in perspective in their responsibility to the co-op. The benefit of a systematic approach to governance is that issues can be addressed objectively and in fairness to all parties without*

*losing sight of the purpose of operations – that the co-op accomplishes what it should on behalf of its owners.*

Christina had chosen “staff treatment” because the topic came up in the questionnaire. She said one paragraph in particular was very important because it showed how this issue was related to customer service:

*Lastly, to be successful as retail businesses, food cooperatives must create a customer service focus. Treating staff well helps ensure the good treatment of customers. Staff who enjoy their work, are empowered, and feel respected are more likely to go out of their way to meet and exceed customer expectations.*

Christina read a few more paragraphs of the article while noting that the Board would be reviewing policies specific to staff in July. There were a few minutes of discussion after the reading. Directors wondered when there had been a staff member on the Board and if there had been more conversation about staff treatment during that period. A few questions were raised: How do we make sure staff have the tools to do their jobs? What about incentives? What about bringing in an additional person (third-party review?) How do the staff feel? The directors figured HR (Human Resources) would probably have to look at any data that were generated by a staff satisfaction survey and work on changing the culture. The Board would set the percentage as to how many of the staff would have to be satisfied and HR would interpret the data. Christina pointed out that they would have to look at their policy on staff treatment (B.7 - Staff Treatment and Compensation) and see what kind of data they would need to ensure that their intentions were being met.

### **Annual Meeting Location**

At 7:40 the conversation moved on to the subject of the annual meeting location. The Board discussed whether to have the annual meeting in Cambridge or Jamaica Plain. There is a lot going on in both locations. After several minutes of discussion Christina called for a straw poll to see where the directors stood on location. The straw poll was overwhelmingly in support of JP.

The directors decided by consensus to have the annual member meeting in Jamaica Plain.

### **Minutes Review**

At 7:48 p.m. the directors did the review of the minutes. There were a few edits. The Board administrator duly noted them.

### **Motion: Approve minutes as amended.**

The motion was moved and seconded. Approved 9-0-0.

**Motion: Close Public meeting.**

The motion was moved and seconded. Approved 9-0-0.

The Public meeting closed at 7:49 p.m.

**Action Item Summary**

**ACTION ITEM** Board: Check your schedule and put your name in the tabling chart every time you are available for tabling.

**ACTION ITEM** Christina to send out the link to the tabling chart.