

**HARVEST BOARD OF DIRECTORS
PUBLIC MINUTES
8 SEPTEMBER 2014**

Attending: Matt Auerbach, R. Wayne Clark, Lila Givens, Stephanie Golas, Arash Kani, Leah Madsen, Diane Simpson (Board Administrator), Stephanie Souza, Andrea Steele, Mike St. Clair (General Manager, via telephone).

Guests: Hunter Gates, Meghan O'Malley, Matt Streuchon, Ellen Dickenson, Amanda Fish
Meeting minutes taken by Diane Simpson
The meeting commenced at 6:45 p.m.

A "Board Meet & Greet" was held before the meeting to address the questions of potential candidates. In response to a question, a director noted that Thursday October 23 is the Annual Meeting.

Vote Key

Votes are recorded in this order: For, Against, Abstaining

Check in and Personal Space

Agenda Review

Agenda Changes: Candidate endorsement moved to public session
Co-op faire added under "tabling and events."

Member Comment

Instacart comment: it was quick and efficient but did not accept Harvest Gift Card.
Instacart comment: You can't get the MAD discount even if you order on MAD day.
Mike: Both comments are accurate. It should be in the Q & A section of the website.
Instacart doing quite well; increasing average orders & basket size on a regular basis.

There was a question about holding Board meetings in Jamaica Plain. A director with an office in JP said they did not have the capacity to do this at the moment. The Board was open to the idea of having meetings in JP as long as they could get a phone connection. The Board president said it would have to be a consistent location with good access to public transportation. Eastern Bank has a free meeting room.

ACTION ITEM Leah to contact Eastern Bank to see if the Board can use their meeting room.

The directors answered a few more questions about member attendance at and publicity for Board meetings, and attendance at annual meetings.

August Minutes

No Changes, Edits, or Additions.

Motion: Approve the August public minutes. The motion was moved and seconded. Approved 6-0-2.

Election Committee Update

- Candidate application process is finished.
- 5 candidates in the election. Four seats are open.
- Candidate spreadsheet needs updating.

Motion: Endorse all candidates. The motion was moved and seconded. Approved 8-0-0.

All candidates running in the Board election have been endorsed.

ACTION ITEM Andrea to update the spreadsheet with all the potential Board candidates and remove people that have been elected and or have moved out of town.

CDS Budget

The Board had to update the amount of hours allocated for CDS consulting. An additional 15 hours were needed for 2014. The Treasurer reported that it was acceptable to use the hours and it would be counted as an overage for that line item. There is another line item with unused funds.

Motion: Approve the needed CDS hours for Board leadership for the remainder of the year. The motion was moved and seconded. Approved 7-0-1.

ACTION ITEM Wayne to order the Small Groups books.

Annual Meeting

Agenda planning, roles, activities, facilitation, and information for the president's letter were among the topics discussed.

ACTION ITEM Stephanie to email Stephanie the previous years' Letter from the President.

ACTION ITEM Stephanie to send Stephanie the facilitator's contact info and she will reach out to her.

Patronage Rebate

No committee last year. Discussion tabled for later.

JP South Street Store Letter

The Board reviewed the "Lease Status" letter that one of the Board members drafted. It will be sent via email and published in the Harvest Newsletter. A question was posed about having the public actively involved in the negotiations. Mike answered that, in general, it would not be an effective process to have members and/or customers involved in lease or other business

negotiations. If this was widely known to be part of the expectations in dealing with Harvest, businesses would certainly be reluctant to deal with us in this way.

The original lease was a ten year term with a five year extension. The lease end date is 2/28/15.

Tabling and Events

The Board discussed various outreach options such as tabling, Boston Local Food Fest (this weekend), and Boston Vegetarian Food Festival on October 25 & 26. Chris Durkin will be the coordinator of the Co-op Faire. (Oct 4 was suggested but it is Yom Kippur; date may change. Last year there were 15 vendors. October was chosen because it is co-op month.

Board Monitoring

Stephanie reviewed the comments. Tabling came up as a concern. “Specific and tangible outreach projects” might be better than tabling, according to one person. New Board might want to consider having a recognized educational item as part of the agenda. Maybe review chapters of the “Small Groups” book once it arrives.

ACTION ITEM Wayne to make a proposal for having a recognized educational item on the agenda to the new Board.

ACTION ITEM Elections Committee plans in-store outreach for MAD day on October 8 because the election will be starting.

Motion: Approve monitoring reports C7, Board Committee Principles, C8, Governance Investment, D1 Unity of Control, and D2, Accountability of the GM. The motion was moved and seconded. Approved 7-0-1.

Motion: Close the public session. The motion was moved and seconded. Approved 8-0-0.

Action Item Summary

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