

**HARVEST COOP MARKETS**

**6 AUGUST 2007**

**PUBLIC MINUTES**

**Minutes taken by Diane Simpson**

**Attending:** Betsy Adams, Amy Cotter, Jessie Grogan, Margaret Lamb (Guest), Jessie Myszka, Diane Simpson (Board Administrator)

**Late arrival:** Karin Emry, 7:40 p.m.

**Excused:** Steve Clifford

Session begins: 7:05 p.m.

**Minutes**

Public vs. private: Jessie M. suggested that we insert the word “all” before “other items.” It was observed that it is customary for the people taking minutes to identify themselves. Customary formatting for minutes was requested.

**Motion: Approve July Public Minutes**

Jessie G. moves, Jessie M. seconds, to approve July 9<sup>th</sup> minutes as amended.  
FOR: Unanimous; AGAINST: <none> ; ABSENT: <Karin>

Nominations Committee discussed upcoming board elections and readiness of packets for tabling.

**ACTION ITEM** Jessie M. to make copy of packet for JP.

Nominations due firmly by August 31. Nominations committee will ensure candidates are qualified.

Amy C. reviewed the elections schedule and a new piece that has been added to the nominations packet—time commitments of board members.

Amy C. reviewed the topic of Annual Meetings and the usual manner of running them.

Proposal is that the board be responsible for content and duration of the business portion of the meeting; staff to be responsible for logistics. (“Staff” is the manager, Mike St. Clair.) The amount of time per candidate (5 minutes) was discussed and agreed upon. **ACTION ITEM** Jessie M. to consolidate the parts of board report at the October 24 annual meeting.

**Expectations of directors**

Draft of clarified expectations of individual directors; draft timeline for elections; draft recruitment plan.

Types of expectations: in-meeting and between-meeting.

New bullet for between-meeting expectations: “Contribute material or topics for the board packet in a timely fashion.”

Under “timely response” add “unless communication is specified as urgent” before “1-5 hours per month.”

Add “E-mail etiquette:” before “involve other board members as necessary”

“Regular tabling at stores: two hours every other month” (change to last bullet)

**Motion: approve director expectations**

Betsy A. moves, Jessie M. seconds, to approve the expectations as amended.  
FOR: Unanimous; AGAINST: <none> ; ABSTAINING: <none>

**ACTION ITEM** Board administrator to write, “*revised August 2007*” at the bottom of the code of conduct.

Next item: “Proactive consultation with members” at 8 p.m.  
Proposal of how the Board and the MSCC communicate with members.

**ACTION ITEM** Board administrator to add “annual meetings” after “Forums at board and” in the communication box.

Board administrator to assist the board–member liaison. Point is to keep the lines of communication open and flowing rather than to add new lines of communication. Add “coordinate the drafting of” instead of “draft, delegate the drafting of...” add “and ensure relevant and timely communication to members” at the end of the last bullet. Move this bullet up to first position.

**ACTION ITEM** Board administrator to find a home for this document.

**Motion: approve creation of a board–member liaison position**

Amy C. moves, Jessie G. seconds, motion to create board–member position as amended.

FOR: Unanimous; AGAINST: <none> ; ABSTAINING: <none>

Next item: GM compensation, timing and process, at 8:30.

Draft of proposal for a future process for making decisions about GM compensation.

Jessie M. and Karin E. discussed a webinar on GM compensation. They had also studied material from CDS (Cooperative Development services) on GM compensation.

They propose to wait until the executive committee meeting to collect feedback on using the RFP approach to GM compensation.

If the board is interested in this proposal they need to have a discussion on whether they are interested in *this specific process* or not. The proposal is outlined in the CDS document. The flow chart outlining the steps is shown on page 3 of the CDS document.

Comments on the sample RFP:

- More detail needed
- Board can say what they want the GM proposal to include

Q & A:

- Timeline assumes the board uses this approach?
- No, it assumes the board decides whether or not to use this approach.
- Is this about the qualitative duties of the GM?
- No; strictly about compensation.
- Will we send this piece to Mike and the members who were absent?
- They already have it.

Meeting on the 20th: Mike and the directors will discuss this approach.

Committee to Guide Process of Revising Mission, etc.

Top line summary—they see this as a committee/process that provides guidance to the GM, replacing the current Harvest documents. It reviews if and how the current mission statement provides guidance to the GM.

Q & A:

- Did you determine that the mission statement did *not* provide guidance to the GM?
- The goal was to ask “*How* does this mission statement provide guidance?”
- When would this happen?
- Ideally this would happen after the board has involvement with new directors. (New directors do not start until December.) December 3rd is the projected start time of this process.
- Why is this entitled “committee to determine process for revamping mission and other guiding documents?”
- 3 purposes:
  - to see if and how it provides guidance to the GM
  - to see if we need a vision statement
  - to see if this is separate from our beliefs and process

Comments:

- Guidance to the GM should not be the filter through which we provide guidance to the co-op.
- Make our guiding documents all consistent and relevant *after* we refine the mission.
- The mission should be assessed on its own terms.
- Consider setting up two sets of guiding documents:
  - one that focuses on the GM
  - one for bylaws, policies and procedures

Q & A:

- Would the committee come up with a way of revising the mission?
- There is a subset of parts of those documents that we can use to guide strategies. (Mission statement, etc.) The committee would not replace all these documents. The deliverable out of the process will be to come up with a way by which the board will make the revisions.
- Are we focused on *all* of our guiding documents or simply on strategy?
- This is *not* the audit and rewriting of all documents.
- Will this focus on the *mission* as guidance for all policies and strategies?
- There are two different items:
  - Values and Direction
  - Operations

The committee will recommend a process to guide *values and direction*.

**ACTION ITEM** Jessie M. to revise the “process to update mission and other guiding documents” piece and re-send.

9:08 public session ends.

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**Summary of Action Items**

- Jessie M. to make copy of packet for JP
- Jessie M. to consolidate the parts of board report at the 24 October annual meeting
- Board administrator to write “*revised August 2007*” at the bottom of the code of conduct
- Board administrator to add “annual meetings” after “Forums at board and” in the communication box [how Board and the MSCC communicate]
- Board administrator to find a home for this document. [how Board and the MSCC communicate]
- Jessie M. to revise the “process to update mission and other guiding documents” piece and re-send

## **Summary from MSCC Gathering August 16, 2007**

We had a very quick gathering at the Board's BBQ to discuss issues of concern for the next month.

### **Saturday's volunteering trio**

- A few more people will be attending. The total group of people is: 2 couples unaffiliated with MSCC, Chris, his partner Claudia, Amy, Emily, Jessie G. Plans for carpooling are underway.
- Everyone should remember to dress for field work—close-toed shoes and long pants; hat and sunscreen are a good idea; bring water; turn your cell phone off to protect the bees
- Jessie will bring a camera

### **Tabling**

- To plan future tabling: at each MSCC meeting we will sign up MSCC volunteers and Jessie will be in charge of getting board volunteers
- September 14:
  - Jessie
  - Amy
  - ??

### **Next volunteering event**

- Joe S. hasn't been able to nail down a time to do the Emerald Necklace volunteering. If he can't figure one out in the next few days, we will cancel.
- The Harvest Times deadline is Tuesday to get an item in publicizing it

### **Ultimate**

- Not nearly enough interest, so we will have to cancel.

### **Topics for the next meeting**

- Talk about how we can do more of what individual members are interested in.

### **Summary of action items**

- Jessie: bring your camera on Saturday
- Jessie: sign up board members for Sept 14 tabling