

**HARVEST BOARD OF DIRECTORS
MEETING MINUTES—OCTOBER 3
MEMBER SESSION**

Attending: AliHuberlie; Lydia Peabody; Ellen Dickenson, Meghan Strauchon; Marc Cutler, Operations Manager; Diane Simpson, Board Administrator; Dwayne DeSaulniers, Kashif ul-Huda, (on telephone) Mike St. Clair (on telephone).

Absent: Hunter Gates

Guests: Sherry Tucker; Gordon Williams; Wayne Clark; Bruce Paine.

Meeting Ground Rules & Purpose

Dwayne reviewed the ground rules and Ellen proposed herself to be the timekeeper.

Go-Round and Introductions

Everyone introduced themselves to one another.

Vote Key

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

Minutes taken by Diane Simpson.

The meeting commenced at 6:38 p.m.

The Board Administrator suggested that the Board go back to posting only the member *agenda* on the website because we do not seem to be able to get the packet done by the deadline (Tuesday before the Board meeting) and she felt it was better to post something by the deadline than to post everything a week late. The suggestion was discussed and then accepted.

Board Administrator suggestion accepted; agenda only to be posted on Harvest website and also on Facebook events page.

Member Comment

The Food movie was discussed. It is to be a fun way for people to learn about the co-op. A member voiced a concern about keeping Harvest Central Square open and make sure it's profitable. She is concerned about the time being put into opening up new stores. She does not want to see more stores open up that are not profitable. The Board president says we are trying to do all things simultaneously but the member said if you're spending all your time developing new stores you're not spending any time on the old ones.

Action items

Most action items are done. Harvest's plan to share financial data with members is ongoing as well as Ellen drafting more understandable wording to the first question policy D.2.

Motion: Approve member minutes. The motion was moved and seconded. Approved 4-0-1.

Annual Meeting

- Dinner, vendor, slide show right off the bat
- Meeting opens at 7
- Meghan's report next

- Committee “calls-to action”
- Then Mike
- Then Marc & staff presentations (20 min)
- Q&A next with Board / GM
- Election section --10 min for statements
- Q&A next with candidates
- Wrapup

Lydia pointed out that we need to double check the opening time we sent out in the email.

ACTION ITEM Chris needs to confirm the time that we have access to the hall.

A member said Annual Meeting needs to be posted on front page of the website.

ACTION ITEM Chris needs to make sure the Annual Meeting is posted on front page of the website.

Kashif suggested a slide about online election.

A member asked a question about the online election. She hoped it would not be *only* online. Dwayne responded that it would be both online and in the store, and then Kashif explained how the election will work. Even on the day of the Annual Meeting he said we would have some stations set up and someone to walk her through it.

There was nothing to report on Global Ends but Meghan is really looking forward to expanding the committee when we get new Board members.

Member Engagement tabled because Hunter was not present.

Meghan discussed the “Listening Tour” that is occurring this week--one event in Roxbury and one at Nuestra Comunidad. Several Board members will be attending these events. Megan and Ali will put a calendar together.

Finance was tabled for the Executive Session.

Election Update

There are five positions and five candidates. The number of votes obtained will determine who gets the full term and who gets the shorter terms. Kashif talked about the different skills the Board needs. They are listed in the packet. Kashif explained that people who become members during the voting period will still be able to vote. Paper ballots need to be coordinated with online votes. Election will be October 15 to November 1. A member asked if there would be a place where you couldn't answer a question and you get stuck. Kashif said that would not happen with this software and he also thought we could get a thousand people to vote with this method. A member asked if the cashiers could give out slips of paper with instructions on when and where to vote. A member suggested it would be good to have an extra person in the stores during the election who can help people vote online and also help people find out if they are members. The member also wanted to know what would happen with the paper ballots when you enter them online. Kashif explain that they would be entered online using the code that was on the ballot. The Board Administrator explained that the paper ballots usually go to the Board Administrator and she holds on to them until the Board votes to accept the results of the election and seat the new directors.

The orientation will be held after the election. The format is in progress at this time.

CDS Diversity Project

This project is supposed to help food co-ops reach out beyond white people. A member asked if we had the money and a director asked if it would come out of the Board's budget and pointed out that we do not have a line item for this. A member asked if the budget was coming out ahead or behind but Ellen does not have that information right now but she is fairly confident there will be a surplus in the Board budget.

A member asked if there was a timeline on this project. Another member said he started an online co-op group that would enable co-op people all across the country to join in to talk about co-ops.

ACTION ITEM Meghan will reach out to Marilyn and ask where the funding for the CDS Diversity Project is coming from and what's the timeline.

Board Monitoring

This month's monitoring survey was *Delegation to the GM*. A member asked who is doing these evaluations and Meghan explained they are Board self-evaluations. Meghan asked for questions, but there were none.

Motion: Approve the Board monitoring surveys, D3: Delegation to the GM and D4: Monitoring GM. The motion was moved and seconded. Approved 5-0-0.

Question: Is the online election set up to accept "no" votes? Since there are 5 candidates and 5 positions the online election platform has to be set up for yes or no votes. The bylaws say if you get more no votes than yes votes in this type of election you do not get elected.

A member requested that we NOT have loud music at the Annual Meeting.

Motion: Close the member session. Motion moved and seconded. Approved 5-0-0.

The meeting closed at 7:37 p.m.