

Notes: Harvest Board Meeting

December 4, 2017

Hope Lodge, Jamaica Plain

6:35 - Meeting opens with introductions of attendees. Eli serving as facilitator. Ellen is timekeeper.

6:49 – Approve agenda. Motion passed unanimously Eli, Gordon, Lydia, Kashif, Dwayne, Ellen & Meghan

Member Comment Period

Jennifer proposed an employee appreciation day. Saturday in January. Eli suggested Jennifer work with the board and store management to coordinate.

Joanne suggested that the new board modify the agenda to “light a fire” under all of us. Adam suggests that each member reach out to one more person to ask them to be a member, as an example of an idea. Adam says the key purpose of the board is to coordinate and increase members and address pricing issues.

Leslie Belay commented that board meetings are business meetings and a committee structure is needed for successful management of committee work. The work of the board is to orchestrate the organization of committees. Leslie indicated that she is hoping we move post haste to examine committee structure.

Review of November Meeting Minutes

TO-DO: \$450k equity question remains to be answered – Brian continues to work on this question. We will have reports from our new financial systems. Brian will report back in January.

Gordon will be the board designee for the access committee.

TO-DO: Eli will bring forward a proposal about the member engagement roadmap.

TO-DO: Bring forward to January – Dwayne on GM monitoring

Brian says work and planning continues around wages and a higher minimum wage. Harvest can't afford this at this time but work is being done to improve all training, benchmarks, job baselines, requirements, skill sets and for HR training to achieve improved staff management. Suggestion is to add this to a report from Brian for the January meeting.

Re: Special meeting - discussion around next step. The new board should discuss and plot out the next steps Wayne says Marlene reached out and contact info for a proposed venue was shared with Meghan.

November Minutes were unanimously accepted: Gordon, Eli, Lydia, Kashif, Dwayne. Ellen & Meghan.

Committee Reports

1. Election Report (Kashif)

Harvest's recent Board of Directors election was conducted both online and on paper. The electronic participation rate was doubled in terms of the number of votes. 384 members voted. The winners of the election are Vidya Sivan, Thomas Moore and Paige Clark for 3-year terms. Leslie Belay for a 2-year term. Adam Frost elected for 1-year term. There was a slight majority of e-ballots vs paper in the election.

Kashif makes a motion to seat the new members. The motion was unanimously supported by Gordon, Eli, Lydia, Kashif, Ellen, Meghan, Dwayne.

A discussion followed around expanding the board and whether a by-law change is required to do this.

Adam moved motion to appoint Josh as a new board member. This was tabled and is expected to be discussed at the January board meeting.

Adam moved a motion to make a by-law change to appoint an individual who lost the election. This was tabled and is expected to be discussed at the January board meeting.

2. Finance (Ellen)

Ellen reported the highlights from the recent finance committee. We are seeing the results from Brian's efforts to increase the overall gross margin. However, traffic to the stores is the major issue. In October, 2017 Harvest recorded 8,000 fewer transactions. No difference was reported in the value of receipts. There was a bigger decrease in transactions in Cambridge compared to JP. Paige commented that she hears from core customers that awareness of the stores is low. Leslie commented that prices are too high.

3. Member Engagement (Eli)

Eli reported that there were a series of meetings in the past month to discuss strategy. A plan of action was discussed and questions about how to report results to the board. A strategic survey has been drafted focused on why people joined the coop and what they have experienced while shopping in the store. Hopefully the survey will be emailed this week. The results will be reviewed at a meeting of members and the expectation is this meeting will produce a list of recommendations that will come to the board for a vote.

Adam asked what we know from the brief workshop done at the AGM. What are the main items flagged by staff as requiring attention and action? Eli responded that improving community outreach and marketing was by far the most important need. Improved product is number two in terms of importance. Increased sustainable food was the third and fourth is affordability of coop products.

Leslie expressed a concern that the member list is questionable in terms of accuracy for survey work. Brian indicated we have 3,100 or so members, with 5,000 or so email addresses.

4. Executive committee (Lydia)

Lydia asked for feedback regarding the effectiveness of orientation. The intern, Erin, who is helping with this is seeking feedback on the process.

Election of Board Officials

Meghan outlined the role of the officers. Meghan suggests that a good initiative would be to redefine the roles between the President and the VP. Ellen outlined the role of Treasurer. Dwayne outlined the role of Secretary. Lydia added that the VP is not a necessary role. Dwayne mentioned that one officer can hold more than one title.

Adam suggested we go with interim officers until the question of the number of board members is discussed. Eli proposed that officers should be voted on at this meeting and that elected officers agree to revisit the vote in January. This was generally agreed upon, but with some debate and discussion.

We proceeded to elect directors, with the expectation that the appointments will be revisited in January.

President

Lydia was nominated by Vidya and seconded by Dwayne. Voting in favor were: Gordon, Thomas, Paige, Eli, Vidya. Dwayne. Abstaining: Adam, Leslie, Lydia. There were no votes against.

Vidya was nominated for the role of president by Leslie and Eli. Vidya withdrew her interest in this position.

Adam nominated Paige for President. Seconded by Leslie. Paige declined to accept the nomination.

Vice President

Lydia nominated Vidya, seconded by Gordon. 8 votes in favor. Abstained: Leslie. No votes opposed.

Secretary

Lydia nominated Dwayne, seconded by Leslie. Vote passed 9-0.

Treasurer

Leslie was nominated by Lydia, seconded by Dwayne. All board members voted in favor, 9-0.

This portion of the meeting ended with the officers being elected.

Other Business

Wayne Clark requested time on the agenda for a new item. There is an entity called The Greater Boston Chamber of Coops. Harvest is a member. Wayne volunteered to represent Harvest on this body. There were no objections to this. Wayne will commit to reporting back to the board from the Chamber from time to time.

GM Report & Update

As the meeting was extended twice to accommodate all discussions, we ran out of time for a proper review and discussion of the GM update. It was proposed that there be no vote tonight on the GM's finance report. We will follow up and have an electronic vote on accepting.

In the brief time remaining, Brian discussed the new marketing flyer. Thomas suggested using volunteers to drop flyers in neighborhoods. Brian will send along a cash flow statement to the board prior to the next meeting. Likely next week.

It was proposed that, given the hour and the loss of the meeting space, that the meeting be adjourned.

Motion to Close the meeting was Adam/Paige. 9-0