

**HARVEST COOP MARKETS**  
**7 MAY 2007**  
**PUBLIC MINUTES**

**Minutes Taken by Amy Cotter**

**Attending:** Betsy Adams, Stephen Clifford, Amy Cotter, Karin Emry (via phone), Jessie Grogan, Mike St. Clair (GM, via phone), Elisa Alonso (Guest), Kathy Reuben (Guest)

**Excused:** Jessie Myszka

**Unexcused:** John Mascia

Session Begins:

7:05pm

**Public Comment**

Patronage rebate system is working well – thank you for putting it in place.

**Minutes**

Jessie G. moves, Betsy seconds to approve May 7<sup>th</sup> minutes as amended. **4-0-1. (Karin abstains)**

**GM Report**

- Kids club being developed. Kids in club would receive healthy snack whenever they come to one of the stores. Items selection and logistics under development. Ideas welcome – contact Mike or Chris.
- Flyer program to complement CAP program, featuring up to sale 8 items from around the store. Conceptualized as available to all shoppers, will think about it as a member-only benefit, in order to enhance the benefits of membership.
- JP façade redo underway: Main Streets program helping with colors, strong quote on deli-area window replacement that's sorely needed
- Website update being planned, redesign to be informed by other coops and businesses. Will talk with Amy about needs of Board and committees to be included in redesign.
- Produce signage being updated to emphasize consistent signage and durable signs.
- Initiating employee profile system, to track milestones, time accrued, etc. In conjunction with new vacation policy.
- Summary of donations to local organizations distributed.

## **Patronage Rebate**

### Feedback

- Feedback to staff on the conversion to patronage rebate? Chris has received just 5 or 6 communications from displeased members, a few of which have canceled their memberships. There have been no reported comments to cashiers.
- The two communications directed to the board email address before the end of April were positive.

### Board voice and email box monitoring schedule

- Voice and email to be checked by same person weekly; messages to be acknowledged and distributed as appropriate.
- Steve to distribute board voicemail and email box, as well as FTP site access instructions.
- Schedule, from one Board meeting to next:
  - May - June: Amy
  - June - July: Jessie G.
  - July - Aug: Karin
  - Aug. - Sept: Betsy
  - Sept. - Oct.: Steve

## **GM Expectations**

### Payables

- What % of \$ are within terms? That's pretty easy to derive, once you get down to pure product (having removed rent(s) from calculation). Amend expectation to insert "\$" after "purchases"
- It would be great to compare with previous periods and/or past year, but that's not within the current expectation
- Establish baseline: status as of beginning of fiscal year for private board packet in June board meeting as information if not as discussion item, with an additional data point if possible

### Loan terms

- Expectation applicable to current and any future loan agreements. Amend expectation to insert "and any future" after "current"
- Tackle resolution of member and inactive loans, incl. NE War Tax Resistance loan, as part of a near-term board-management project
- Future discussion item: Cap on taking on debt above a threshold without board approval, as part of a discussion on improving debt ratio.

[8:30pm: Karin leaves]

## Discount Structure

- Expectation is for a need-based discount program that reflects member values as expressed in June 26, 2006, Board meeting minutes.
- GM can offer additional discount(s) to additional people as desired from operational perspective.
- Verification to be done via an annual report

No votes on modifications to the GM Expectations were taken.

## Clarify criteria for deciding what should be in public vs. private board meetings

Tabled to next meeting.

## Board Workplan

Goal is to identify “subgroups” to take on each top priority, beginning with “high” priority item. The following assignments were made:

<b>Task/item</b>	<b>Category</b>	<b>Priority</b>	<b>Assignment</b>
<i>Design a consistent schedule and process for future GM compensation increases and bonuses</i>	<i>Delegate to and monitor GM</i>	<i>High</i>	<i>Jessie M. w/ Karin</i>
Proactively consult with broader cross segment of members	Link with member-owners	High	MSCC
Communicate with and be accountable to members	Link with member-owners	High	Amy w/ Jessie G.
Recruit new directors	Perpetuation of effective board	High	Steve w/ Jessie G.
Clarify expectations of individual board members (e.g. correspondence between board meetings.)	Perpetuation of effective board	High	Amy w/ Steve
Establish and update vision, mission, future outcomes	Link with member-owners	Medium	Karin w/ Jessie M.

The following board workplan priority was added as a result of earlier conversation:

<b>Task/item</b>	<b>Category</b>	<b>Priority</b>	<b>Assignment</b>
Recommend way to resolve member/inactive loan questions	Delegate to and monitor GM	Med	Betsy

## MSCC Plan Report

Jessie G. presented a memo, included in the board packet, and explained the MSCC’s plans for in-store tabling. Directors thanked the MSCC for its hard work, affirmed the direction it was

taking, and agreed to participate in tabling activities on a rotation that would have each Director participating at least once every three months.