

**HARVEST BOARD OF DIRECTORS
PUBLIC MINUTES—FINAL
DECEMBER 1, 2008**

Attending: Betsy Adams, Matt Altman (via telephone), Steve Clifford, Jesse Gallagher, Jessie Grogan, Christina Lively, Joe Slag, Don Pierce, Salil Simon Payappilly, Diane Simpson (board administrator), and Mike St. Clair (via telephone).

Public Comment

No public comment

Meeting minutes taken by Diane Simpson.
Meeting commenced at 7:01 p.m.

New board members introduced themselves. Mike S. (General Manager) introduced himself to the new board members and gave a brief overview of his responsibilities.

Motion: Acceptance of Election Results and Seating of New Board Members. Jessie Grogan moved, Joe S. seconded; to accept election results and seat the new board members. Unanimous 6-0-0. (Only current board members can vote on this item.)

Motion: Election of officers. Christina L. moved, Don P. seconded; to accept the following slate: Steve Clifford, President; Jessie Grogan, Vice President; Joe Slag, Secretary; Betsy Adams, Treasurer. Unanimous 9-0-0. (New board members voted.)

Orientation to Board meetings

Steve C. explained the process of setting the agenda, getting the agenda items in to the board administrator, assembling the packets and sending them out. He explained to the new members how the board works and the difference between the Executive Committee and Executive Session. Board Administrator Diane Simpson pointed out that we have gone back to the original tradition of referring to the private session as executive session in order to be consistent with the bylaws.

Appointment of Additional Directors

Jessie Grogan explained that Jessie M. has agreed to be on the board for one more year. Although she could not make this meeting the board can appoint her in absentia. Nine people can get elected to the board and the board can appoint two additional members. Their terms run until the next election.

Motion: Appoint Jessie Myszka (former board president) to the board. Jessie Grogan motioned, Steve C. seconded; to appoint Jessie Myszka for a one-year term on the Harvest board of directors. Unanimous 9-0-0.

Conflict of Interest

Board members completed the Code of Conduct and Conflict of interest documents. These need to be filled out on an annual basis. After the documents were completed and signed they were given to the Secretary and filed away in the board cabinet.

GM Report

JP Store: We have an awful lot of business going through a very tiny facility. Rather than trying to generate more sales there, we are focusing on trying to improve the shopping experience and retaining customers. One of the ideas is to develop another register to be used during peak hours and find a place, time, and method to ring customers through outside of the four checkouts. It would be rung remotely in the main aisle in the middle of the store. It is very close to rollout. When up and running it would be a valuable tool from four to 7 p.m. and most of the day Sunday—peak hours. It will be rung wirelessly. We will make sure the right security is put in place.

Bags: We have a many-layered strategy for reducing the bag waste stream. Over 11,000 Harvest canvas bags were distributed over the past 12–14 months. We are working on reducing the plastic disposable bags. We have a new bag—the “hippo” bag—an extra- strength bag that replaced the white bag. It holds 20 lbs. of cans. We are able to load the bags at a comfortable level without double bagging. Many of our customers are saving the bags and bringing them back for re-use. We are converting to a slightly smaller bag with the Harvest logo on it.

Q: How is it on costs?

A: It's more expensive than the white bag but we expect to save money because we will be using fewer. Overall we think it will cost us a little more money, but we are willing to take that risk for the benefit of the recycling program.

Schedule, Retreats, Meetings and Tabling

Joe S. explained the need to go over our calendars and make sure that all dates are acceptable. All board meetings except July are the first Monday of the month. Betsy A. pointed out that we might want an executive committee meeting right before the retreat. (February 2nd) July 4th is on a Saturday. Labor Day is a Monday so the board meeting is moved to the second Monday. Steve C. advised the new members to make sure the board is aware you cannot attend a meeting and then it is considered an excused absence.

ACTION ITEM Joe S. to confirm Marilyn's availability for the retreat (February 14th).

Cooperative Development Services (CDS)

Jessie Grogan described Cooperative Development Services; it's CBLD program, and the board's advisor, Marilyn Scholl. All new board members are strongly encouraged to attend CBLD 101 in Brattleboro Vermont. Jessie reviewed the CBLD schedule for the upcoming year and explained the process. Mike S. noted that Marilyn is a great resource when Harvest needs help finding funding or on other important matters. He also explained that one of the critical areas in which CDS helped us was with a very large loan that was called. Marilyn found a resource at the last minute. She vouched for us and it sailed right through. We might not be talking here tonight if the new loan had not materialized. \$5,180 per year is the cost of CDS membership. This is more than in past years because CDS had given Harvest a break because of our difficult financial position.

Motion: Renew CBLD Contract. Jessie Grogan moved, Steve C. seconded; to renew the CBLD contract for 2009. Unanimous 9-0-0.

Motion: Approve October Public Minutes. Jessie Grogan moved, Steve C. seconded; to approve the minutes of the October meeting. Unanimous 6-0-3. (New board members abstained)

MSCC committee planning: Tabling

Joe S. explained the tabling process and passed around a signup sheet. He also talked about the dinners they have been doing as well. They usually do a tabling session and a dinner on member appreciation day (MAD days). Tablers are located in each store.

Joe S. explained the purpose and activities of the MSCC. (Membership and Social Concerns Committee) He is looking for people to join this committee. Meetings are the third Thursday of the month in the Cambridge store, although some meetings are now in JP.

ACTION ITEM Joe S. to be in touch with Matt A. about tabling.

Motion: Close Public Session. Joe S. moved, Jessie Grogan seconded; the motion to close the public session. Unanimous 9-0-0.

8:00 Public session closed.

Action Item Summary

ACTION ITEM Joe S. to confirm Marilyn's availability for the retreat (February 14th)

ACTION ITEM Joe S. to be in touch with Matt A. about tabling.