

**HARVEST BOARD OF DIRECTORS  
MEMBER MINUTES  
5 OCTOBER 2015**

Attending: Wayne Clark, Ellen Dickenson, Lila Givens, Kashif-ul Huda, Diane Simpson (Board Administrator), Corie Scibelli, Meghan Strauchon, Mike St. Clair (General Manager, via telephone).

Absent: Arash Kani, Hunter Gates, Leah Madsen.  
Meeting minutes taken by Diane Simpson  
The meeting commenced at 6:35 p.m.

**Vote Key**

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

**Check-in and Personal Space**

**Agenda Review**

The Leah transition was tabled until November.  
There are now four open spots on the Board.  
RFP update moved to Executive Session.

**Minutes Approval**

**Motion: Approve the September minutes.** The motion was moved and seconded.  
Approved 5-0-1.

**MSCC Update**

The meeting will be on the third week of the month Tues or Wed night, in the stores.  
The first one occurs month. Hunter to write up a blurb; try to get people to come.  
Lila gave an update on MSCC for Mike.  
Mike: Need creative ways to make the store more comfortable and provide for things other than alcohol.

**Policy Governance Committee**

The committee will put meetings on the calendar.

**Finance**

Nothing new from last time. Mike's summary was very helpful.  
Ellen trying to put together some resources for the directors.

**Annual Meeting**

Lila included last year's agenda in the packet. Member Engagement is the theme. Question: What makes Harvest stand out? This will tie in the Mike's report.

Some of the questions will be for discussion at the table. There will be a survey for people to fill out as they come in and sit at the tables. There will be a report back to the full group based on what people discussed.

**ACTION ITEM** Leah will moderate the report-back.

**ACTION ITEM** Ellen will be the time keeper.

### Survey

How effective is the Board in communicating whatever it is they want to communicate?

Why did the person become a member?

What information do the members want?

A follow-up survey could be done if the everything cannot be accomplished in one meeting.

Maybe questions about how members feel about the competition coming into the market.

Buzzfeed style quiz?

Comment: Members don't want to just share their opinions, they want to see action.

### Board Candidates

Candidates will have two minutes to introduce themselves and then there will be a Q&A.

Leah will moderate this session.

The Board might send them some questions in advance to think about.

They need to focus on big-picture items.

**ACTION ITEM** All Board members to think about any questions they can by Thursday afternoon and send them to Leah.

**ACTION ITEM** Meghan, Corie & Diane to go over and take a look at Capen Hall. Diane to email the facilities manager.

The annual meeting planning committee will have another meeting.

### **Small Groups Book Discussion**

Tabled until next meeting

### **Board monitoring**

This month's monitoring was on D3: Delegation to the GM and D4: Monitoring GM Performance. The Board discussed the items that were ranked below 3. One was that the Board is supposed to acquire information through external monitoring. "Reasonable Interpretation" was another one. Who can figure out who is a "reasonable person?" This is a legal term. Comment: Identify model regarding what is the reasonable person test. Other item below 3: consequences regarding noncompliance and a couple around GM evaluations (not always timely).

**ACTION ITEM** Lila to go back and look at the GM monitoring reports to see if anything needs to be done regarding them.

**ACTION ITEM** Lila to clarify the GM evaluation process.

**ACTION ITEM** Lila to follow up with the person who does not want this policy.

**ACTION ITEM** Diane to check on availability of JP Cohousing for the Board Orientation.

**Motion: Approve the October Board monitoring survey, D3: Delegation to the GM and D4: Monitoring GM Performance.** The motion was moved and seconded. Approved 5-1-0.

**Motion: Close the Member meeting.** The motion was moved and seconded. Approved 6-0-0.

The Member meeting closed at 7:30 p.m.

### Addendum

In between the October and December meetings the Board counted the election ballots. There was a mistake discovered on one of the ballots and it was corrected. A spot-check was done to check the rest of the ballots.

**Motion: Accept the current ballot counting results of the 2015 Board election, showing Wayne, Dwayne, Lila, and Lydia to be the highest vote-getters.** The motion was moved and seconded. Approved 6-1-2.

### Action Item Summary

**ACTION ITEM** Leah will moderate the report-back. (Annual Meeting)

**ACTION ITEM** Ellen will be the time keeper.

**ACTION ITEM** All Board members to think about any questions they can by Thursday afternoon and send them to Leah. (Annual Meeting)

**ACTION ITEM** Meghan, Corie & Diane to go over and take a look at Capen Hall. Diane to email the facilities manager.

**ACTION ITEM** Lila to go back and look at the GM monitoring reports to see if anything needs to be done regarding them.

**ACTION ITEM** Lila to clarify the GM evaluation process.

**ACTION ITEM** Lila to follow up with the person who does not want this policy.

**ACTION ITEM** Diane to check on availability of JP Cohousing for the Board Orientation.