

**HARVEST BOARD OF DIRECTORS  
PUBLIC MINUTES  
8 DECEMBER 2014**

**Section 1**

Matt Auerbach, R. Wayne Clark, Lila Givens, Stephanie Golas, Arash Kani, Leah Madsen, and Andrea Steele were the active directors for this section of the meeting.

Attending: Matt Auerbach, R. Wayne Clark, Ellen Dickenson, Hunter Gates, Lila Givens, Stephanie Golas, Kashif-ul Huda, Arash Kani, Leah Madsen, Andrea Steele, Meghan Strauchon (formerly Meghan O'Malley), Diane Simpson (Board Administrator), Mike St. Clair, (General Manager), via telephone.

Absent, Excused: Stephane Souza  
Guests: Blake Wilder, Mark Wilen, Amanda Fish  
Meeting minutes taken by Diane Simpson  
The meeting commenced at 6:45 p.m.

**Vote Key**

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

**Personal Space**

Everyone introduced themselves and said a few words of introduction.

**Member Comments**

“Love it so far”—Blake

**Motion: Approve October and annual meeting minutes.** Motion moved and seconded.  
Approved 6-0-1.

**BREAK**

**Motion: Accept the election results and seat the new Board members.**  
The motion was moved and seconded. Approved 7-0-0.

**Section 2**

R. Wayne Clark, Ellen Dickenson, Hunter Gates, Lila Givens, Arash Kani, Leah Madsen, Andrea Steele, and Meghan Strauchon were the active directors for this section of the meeting.

**MSCC Update**

Stephanie will consider chairing the MSCC. Wayne is willing to consider being the liaison if the Board decides to revive the committee aspect of MSCC.

**ACTION ITEM** Lila to talk with the new Board members about MSCC after the meeting.

### Member Comment

People mentioned that they heard there were issues with the small JP store's viability, so a member of the local neighborhood association came to find out if there was any truth to that rumor. Could the neighborhood association write letters to the landlord or the City Council to help out?

A director said there are some truth to the rumors. Harvest is in negotiations with the landlord. Things are not looking great and the lease runs out in 2½ months. When asked if writing letters to the landlord or the City Council was a helpful thing for a neighborhood association to do, Mike indicated that it would probably do more harm than good because the two-party bargaining system works best when two people are free to negotiate without third parties in the mix.

The member of the neighborhood association reported that there are at least two large vacant retail spaces in JP and if the neighborhood association can do anything to help they are more than willing to do so. He will exchange contact information with Mike after the meeting.

### Leadership Transition

President: Lila; Vice-President: Andrea; Treasurer: Arash; Secretary: Leah

**Motion: Approve the slate of Lila, President; Andrea, Vice-President; Arash, Treasurer; and Leah, Secretary.** The motion was moved and seconded. Approved 9-0-0.

### Board Orientation

It will be about 2 hours on an evening next week--Tuesday the 16th

**ACTION ITEM** Lila to reach out and further plan Board orientation.

The Board started making plans for the Board retreat.

**ACTION ITEM** Lila to reach out to the Board Advisor and find out about her availability.

### Member Comment

Amanda, evening manager of the little JP store, was wondering about the goals for the forum on the South Street store. The Board members explained that the goal would be to have a meeting in JP and hear the concerns of the members; meet privately as a Board to consider the options; and once a decision is made, to notify the membership. Mike and his team will notify the employees. The Board discussed having every other meeting in Jamaica Plain, but they must check their budget first.

### Global Ends

Mike to put together his timeline for the January meeting to discuss his plan for writing up his interpretation of the Global Ends.

### NCGA Watch list and Financial Monitoring

NCGA (National Co-op Grocer Association) needs to make sure all the co-ops that order from them can pay for the inventory. It's not a terrible thing to be on the watch list but Harvest is on it because the market is so competitive here. David Fowler and his group will help the Board understand the financial terms that will be discussed. Mike said all co-ops submit their financials quarterly anyway. Harvest will now need to do monthly financial submissions. The purchasing agreement allows Harvest to act similar to a chain and buy inventory for a little bit less than it would cost from a regular distributor. The Board president asked if the Board would want to monitor finances quarterly during this period.

**Board Monitoring-December**

A director said that we have fallen out of the practice of summarizing the monitoring reports but the Board advisor and Board Administrator will help with this. This has to go on the dashboard for the upcoming year. A director asked if we are doing GM Compensation again this year. The Board president is not sure about this at the moment.

**Motion: Accept Board monitoring report.** The motion was moved and seconded. Approved: 8-1-0.

**Approve 2015 Meeting Dates**

Meeting dates:

January 5	April 6	July 13	Oct 5
February 2	May 4	August 3	Nov 2 (Orientation)
March 2	June 1	Sept 1 (Tuesday)	Dec 7

**Motion: Approve the 2015 meeting dates.** The motion was moved and seconded. Approved 9-0-0.

**Motion: Close the Public session.** The motion was moved and seconded. Approved 9-0-0.

The Public meeting closed at 8:21 p.m.