

**HARVEST BOARD OF DIRECTORS
MEMBER MINUTES
2 MARCH 2015**

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

Meeting minutes taken by Diane Simpson
The meeting commenced at 6:39 p.m.

Vote Key

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

Check in and Personal Space

Member Comment

In response to a question about, “How do members know where the meeting is so they can come,” Lila pointed out the Board meeting schedule on the wall. It is also posted in the stores.

Approve February minutes; Review action items

There were a couple of edits to the minutes:

- The Co-op cafe is on Saturday March 7
- New Committee members are Kashif on Policy Governance; Lila and Kashif on Elections and Andrea, Arash and Ellen on Finances

Motion: Approve the February minutes as amended. The motion was moved and seconded. Approved 6-0-3.

ACTION ITEM Lila: Send email to all members to see if they want to join MSCC

Committee Work

The Board discussed keeping the Board meeting that occurs the same week as the Board retreat. April monitoring will occur. Also discussed was the idea of meeting bi-weekly with every other month being a committee meeting. April 6 will be a committee-focused meeting, from 7 to 8:30.

Member Night Debrief

- Glad we did it—having staff and Board together doing something is important
- 35 members attended
- 3 new members signed up at the event
- Maybe have it during daylight hours next time
- Include food demonstrations next time
- Have it on a semi-regular basis in the future
- Have it in conjunction with member drives

The Board discussed whether to have it be “members-only” or to have it for members and shoppers. Could have everyone and prizes could be for members only. The event was not much extra work for the staff—people were really excited about it.

Global Ends Discussion

The Board discussed the Global Ends.

Question: What is the additional discount when shopping with EBT card?

The answer was complex:

There are three categories of discounts:

- Everyday discounts
- Special orders
- Member Appreciation Days

Senior & disability *members*: everyday 5%; special orders 15%; MAD days 15%

senior & disability *non-members*: everyday 5% special orders 10%; MAD days 5%

Question: What percent of customers are using this discount? Mike needs more info on this question...such as transaction numbers. The reason for the question is to find out if we are still connected to the larger community or if we are pricing ourselves out of the market.

ACTION ITEM Lila to consider how to add an operational definition around the question of numbers of shoppers using discounts.

The Board discussed organizing lectures by experts to educate members/staff/public about the Co-op business model. The Harvest website has nothing explaining what a Co-op is and why it is important. Mike has no events program. As for staff training, many people aren't familiar with the Co-op model, so a fair amount of the orientation is spent on top-level information on Co-ops. Not a formal, isolated Co-op training session/program per se, but part of the orientation. The Board discussed having numbers of staff or numbers of members trained in the Co-op model.

The next discussion was a brainstorming process on data measurement.

- We measure the interpretation and definitions, not the ends.
- We need to measure inputs and outputs.
- Do you measure the content of the orientation session or just absorption and retention?
- We measure and monitor that the activities are happening not if they work.
- How do you measure how the Co-op feels? Through survey data.
- Another Co-op didn't measure; they simply listed what they had done.
- We still need the quantitative data so we can measure what we can.
- We also need the data so we can figure out where to allocate resources.
- The events can start to be a measure of what we do.
- Perhaps work a goal into the metrics such as “increase annual meeting attendance.”
- At this point the goal is: get the definitions and what we want to measure set really well.
- Get info from the Co-op grocers association about percentage of local, organic and fair trade products sold in Co-ops nationwide to use as a benchmark.
- Revenue is one data point, but it tells us many different things about Harvest.
- Different data points overlap and they come together to reveal a pattern.
- The same data point could achieve one goal and fall short of another.

- Unless you look at the right slice of data with the right perspective you can miss some really important information.

Mike can get the data as long as he knows what the Board is seeking as well as the trade channel. The Board needs to know the metrics they want to see and to what purpose. Everyone needs to be ready to vote on the GM interpretation of the Global ends at the next Board meeting. This will require a considerable amount of dialog using the Google doc. Mike would like to know about it if the Board sees anything in the Global Ends Interpretation that is irrelevant.

ACTION ITEM All: Be prepared at next meeting (May 4) to vote on the GM interpretation of the Global Ends.

Board Monitoring- March

The Board Monitoring survey for March was *C2: The Board's Job* (below).

In order to govern successfully, we will:

1. Create and sustain a meaningful relationship with member-owners.
2. Hire, compensate, delegate responsibility to, and hold accountable a General Manager. (See D. Board GM Relationship Policies)
3. Have expectations in the form of written governing policies that realistically address the broadest levels of all organizational decisions and situations. We will write these policies in the form of Ends, Executive Limitations, Board Process, and Board-Management Relationship, as described in the Policy Governance principles.
4. Assign responsibility in a way that honors our commitment to empowerment and clear distinction of roles.
5. Rigorously monitor operational performance in the areas of Ends and Executive Limitations, and Board performance in the areas of Board Process and Board-Management Relationship.
6. Perpetuate the Board's leadership capacity using ongoing education, training and recruitment.

In the ensuing discussion, several Board members said they were unclear about question number four. One director gave low rankings to all the questions, saying the Board has not done a very good job in this area in the past. He would like to focus on this and figure out the metrics by which Harvest could have a better relationship with member-owners. In agreement, another director suggested getting some definitions around this. Although the Board considered tabling the monitoring report for this month, they decided to go ahead with it because the Policy Governance committee will soon start work on revamping the policies.

ACTION ITEM Lila to put some item on the agenda related to ongoing training and education.

Motion: Accept Board monitoring survey, *C2: The Board's Job*. The motion was moved and seconded. Approved 7-1-1.

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

The Member session closed at 8:08 p.m.