

Middlebury Natural Foods Cooperative

Board of Directors Meeting

August 29, 2012

Approved 9/26/12

Board Members Present: Kristin Bolton, Ilaria Brancoli Busdraghi, Ross Conrad, Francisca Drexel, Mary Gill, Kevin Lehman, Jay Leshinsky, Karen Miller-Lane, Tam Stewart.

Others present: Victoria DeWind (staff liaison), Glenn Lower (General Manager), Reiner Winkler (staff).

Board Monitor: Tam

Call to Order: Jay called the meeting to order at 6:34 pm.

Member's Business: The Board discussed a letter from former member-owner David Goldsweig concerning BPA in can linings and other items (the Co-op no longer uses BPA register tapes), better promotion of organic milk and transparent containers that let UV light through to milk. There were mixed opinions on whether BPA should be considered by the Buying Criteria Committee. Final consensus was that it was an operational issue and they encouraged Glenn to work with staff to learn more about this issue and its impact on the store. The Board agreed on the need for advocacy to get the food industry to make changes. Glenn said NCGA has tried to work with manufacturers to make changes but it is now a low priority. The technology is there as BPA lined containers are not legal in Europe and major companies in this country use different packaging for exported goods.

Approval of Minutes: On a motion made by Tam, seconded by Ross, the minutes of July 25, 2012 were approved with all in favor, Francisca, Ilaria and Kristin abstaining.

GM Report: Glenn commented on the full range of positive to out-right angry comments he has received about the senior discount change. Kristin reiterated the suggestion that the Board be involved and informed before changes that affect members are announced. It was suggested a policy might be needed though there was not consensus on this.

Glenn reported that Donna Rose at CVOEO has offered to help with Food For All screening for those who are not on food stamps but who would be income eligible. There are many for whom EBT carries a stigma or who find EBT too difficult **for them to apply (to apply for) that (who)** could benefit from the MNFC program.

Glenn said there did not seem to be any one reason for the large sales growth in July. Rather it seems to be many small things, especially in produce. August was looking to be at about 12% growth.

The Local Vendor Survey results were discussed. Glenn said the demos did not have clear support as vendors were either not able to track their impact on sales or have not done them. The survey however made for good vendor relations.

Tam commented on the great creativity and continuity of the MNFC Facebook page updates by Karin, Karen G and Judith.

EL 4 Monitoring: The report was submitted on time with reasonable interpretation and adequate data and was **all** (strike “all”) in compliance. The Board voted to accept the report.

Growth and Expansion: A wide ranging discussion included:

Ilaria noted the conflict between study points of staying on site producing best benefit after Route 7 South but would be challenging and an awkward footprint. *

Karen questioned the increase of floor space by 75% and suggested customer space, not more shelving is what is needed.

Kristin supported increasing whole foods rather than processed foods by having more fresh meat and bulk. She supported adding a classroom and encouraged more consideration of environmental impacts. She supported an ad hoc committee for Board involvement to facilitate Board and Staff communication.

Ross asked if physical expansion is the right thing. He was concerned about environmental impacts and sustainability of increased store footprint. He suggested using existing footprints differently – staff room for retail, acquiring the Chittenden Bank – and felt that the means should be in harmony with the Ends.

Mary was supportive of considering use of the bank property. She asked what the driving need behind expansion is: more sales, having more customers or meeting customer needs. She felt staying on the current site better supported community vitality.

Tam felt expansion was an opportunity for MNFC to be a role model for other co-ops in innovative design with the best in technology and efficiency.

Glenn felt the last expansion “broke the rules” and the next change could also be out of the norm. He felt the Board should consider what success would look like in an expansion. He also wondered about the loss of efficiencies with a satellite scenario.

Jay agreed the Co-op should be visionary and suggested the Board should have dialogue on broad issues to help define success and how this meets Ends.

Reiner suggested the Co-op wants to reach more people and how to do that well needs consideration.

Kevin supported expansion that would be innovative and sustainable with a new paradigm for co-op stores. He suggested also considering different hours and using discounts differently.

Francisca felt it important to look at buying practices. She supported considering using the bank, adding more bulk and including a teaching kitchen.

The resulting consensus was the Board should devote time to a full dialogue to help Glenn in the process to consider different options and define success. It was agreed to use basecamp to create five areas for discussion of the goals for expansion. This work should create a list of what is necessary and what would be a wish list. The sustainability of using the existing footprint vs. a new one and how to finance an expansion needs to be included in the dialogue.

GP 3 – Board Self-Assessment: This item was tabled until the September meeting.

Communications: There was discussion whether Board members can individually express their views (with or to) the membership with the intention of eliciting feedback and opinions from member-owners on an issue. While the importance of having all views and ideas represented was recognized, there was some agreement that the Board should speak with a unified voice when linking to member-owners rather than having individual directors speaking on their own. GP 6 -

Code of Conduct was noted. Jay suggested this discussion be continued at the next meeting to better meet consensus on the issue.

Next Meeting – September 26:

GP 3

EL 11 monitoring

Executive Committee – expansion ideas

Board nominees

Linkage discussion

Annual Meeting speaker

Executive Session: The Board went into Executive Session for GM compensation corrections at 8:43. The Board came out of the session at 8:48.

Adjournment: The meeting was adjourned at 8:48 pm on a motion by Tam, seconded by Kristin. All voted in favor.

Respectfully submitted by Victoria DeWind