

**Middlebury Natural Foods Cooperative
Board of Directors Meeting
December 12, 2007
Approved 1/23/08**

Board members present: Kristin Bolton, Ross Conrad, Barry King, Suzannah Konopke, Jay Leshinsky, Michelle McCauley, Jeanne Montross, Ashar Nelson, Johanna Nichols, Abi Sessions, and Kira Winslow (presiding)

Board members absent: none

Others present: Leslie Blow, Susan DeWind (staff representative), Robert Keren (recorder of minutes), Steve Koch, Glenn Lower (GM), Reiner Winkler

Board monitor: Jeanne is board monitor for the meeting

Call to order: Kira called the meeting to order at 6:35 p.m. and welcomed new member, Jay Leshinsky, who was appointed by the board to fill the unfinished term of Jesse Kimler, who resigned.

Member's business:

Johanna reported that a member of the Hunger Mountain Co-op was impressed with the MNFC's selection of cheeses, and that a cashier at the Co-op "embarrassed" her sister recently when her sister was told: "You have to empty your own (grocery) basket."

Kristin said her husband thinks the re-set of the cheese case is "wonderful," and that the holiday display by the cash registers was "great." She said the Addison County organic farmers group has a concern about the pricing of eggs at the Co-op, and Reiner advised that the matter should be referred to him. Kristin also raised an issue about Ben Gleason's local organic dry black beans getting mixed together with the bulk organic dry black beans.

Kira read an anonymous letter that expressed concern about the lack of "friendliness" demonstrated by some MNFC cashiers.

Barry said an MNFC member had contacted her by e-mail requesting a handicap-accessible parking space near the Co-op's entrance. She forwarded the request to Glenn who took care of designating a space right away.

Approval of November 14, 2007 minutes

On a motion by Barry, seconded by Ross, the board voted 8-0 to approve the minutes as presented with one spelling correction. Jeanne, Abi, and Michelle abstained from the vote.

Financial tutorial

Leslie Blow, a former MNFC board member, conducted a workshop to assist the board in reading, understanding, and analyzing financial reports. During the course of the workshop, board members reviewed a comparison of the MNFC's historical financials from FY 2002 to the present.

Financial monitoring report

The board reviewed the financial monitoring report for the period covering July-September 2007, and Kira raised a point about EL-6, #3, where Glenn wrote, "The board needs to have a mechanism in place to monitor its governance process policies once a year." Kira said the board should take action in this regard.

General manager's report

Glenn related details from his conversation with John Melanson, owner of Carol's Hungry Mind Café, about possible ways that the Co-op could assist the café. Glenn also reported on the most recent effort to assist the Rutland Co-op, i.e., three MNFC managers visited the Rutland store and offered their advice.

Long Range Planning Committee

Ashar updated the board on plans to put together a packet of materials for members to read in advance of the January retreat that will be facilitated by Michael Healy. Ashar also urged the board to pose specific questions about policy governance or ends, and to forward them to Barry or Glenn before the retreat.

Membership Linkage Committee

Kristin reported that she and Johanna have identified three areas in which the board could do a better job of linking with members. Barry suggested posting past minutes of board meetings on the new MNFC website after they are approved. The board also agreed that the Board Development Committee should undertake the task of revising the new board member packet before the next round of elections in the spring.

New/old business

Kira announced that the Cooperative Board Leadership Development organization will conduct a "101 workshop" for board members on January 12 in Brattleboro. Abi attended the session in 2007 and reported that it was highly worthwhile. Ross, Kristin, and Jay expressed an interest in attending the 2008 day-long session.

Tasks/set agenda for January board meeting

1. Prepare to meet with Michael Healy of CBLD
2. Report from board members who go to the CBLD “101 workshop”
3. Discuss Co-op’s role in advocacy
4. Report from Board Development Committee (tentative)
5. Long Range Planning Committee – discuss logistics for the retreat

Adjournment

On a motion by Abi, seconded by Kristin, the board voted 11-0 at 8:25 p.m. to go into executive session to finalize the GM’s annual performance evaluation. Later, on a motion by Ashar, seconded by Suzannah, the board voted 11-0 at 8:44 p.m. to adjourn the meeting.