

**Middlebury Natural Foods Cooperative**  
**Board of Directors Meeting**  
**November 12, 2008**  
**Approved 12/10/08**

**Board members present:** Leslie Blow, Kristin Bolton, Ilaria Brancoli Busdraghi, Ross Conrad, Kate Gridley, Barry King, Jay Leshinsky, Michelle McCauley, Ashar Nelson (presiding), Johanna Nichols, and Kira Winslow

**Board members absent:** none

**Others present:** Susan DeWind (staff liaison), Michael Healy (consultant), Susan Humphrey (front end staff), Constance Kenna (volunteer, member-owner), Robert Keren (recorder of minutes), Glenn Lower (general manager), Reiner Winkler (bulk manager)

**Board monitor:** Kristin

**Call to order:** Ashar called the meeting to order at 6:30 p.m.

**Members' business**

Constance Kenna and Susan Humphrey attended the meeting to encourage the Co-op to use empty cartons instead of bags, whenever possible, at the checkout. The boxes, which now get crushed and recycled, could be recycled more efficiently through the store and have the added benefit of saving on paper bag usage, they said. Constance and Susan have been testing out the use of boxes on Tuesdays, and report that it's been successful and well received.

Ross shared a member's concern about carrying paraffin candles in the store. He recommended carrying beeswax candles instead.

Reiner commended the board for being so open to members' business. Barry noted that at the October meeting she recommended expanding members' business on the agenda from five minutes to 15 minutes. Ashar responded that the Executive Committee will take up that recommendation the next time it meets.

**Approval of the minutes of October 22, 2008 meeting**

Ross moved to approve the draft of the minutes and Barry seconded the motion. Under "Members' business" the board changed the phrase "much of the food" to "much of the food from China," and under "General Manager's report" changed the word "protections" to "metrics." The board voted 9-0 to approve the minutes as amended. Kate Gridley and Michelle McCauley, who were not at the October meeting, abstained.

**General Manager's report**

In addition to his written report, Glenn reported that he has been in touch with Tod Murphy and that the Farmer's Diner may be opening a location in Middlebury. He emphasized that MNFC will not be sharing our membership list or info in any way to

support the Farmer's Diner capital campaign drive. He also reported that the next meeting of the Neighboring Co-ops organization will occur on Feb. 28.

### **Linkage Committee**

The Linkage Committee is encouraging the other board committees – Education, Board Development, and Executive – to link with members about the issues and ideas they are considering. To that end, Leslie suggested posting the committee minutes on the web site. Glenn suggested that if there's a critical issue contained in a committee's minutes, then the board could add that issue to the minutes of the next monthly board meeting.

The committee is also looking at strengthening communication about Ends with management and staff.

In terms of linkage with members and the community at large, the committee suggested holding a public meeting at Ilsley Library on the topic of "Vibrant Local Economy." Leslie asked, "What would be the desired outcome of such a meeting?" Kira said the discussion would help define the role the Co-op plays in creating and sustaining a vibrant local economy, and would encourage people to focus on that. First choice for such a meeting is February 25<sup>th</sup>. The second choice is March 25<sup>th</sup>.

### **Education Committee process discussion with Michael Healy**

Michael encouraged the board to make the "best and highest use" of the few hours a month they are together, and to be realistic about what can be accomplished. The key question for boards, he said, is "how do we take the detail, the specifics, and abstract up from there?" The board's job should be to decide what are the powerful questions that interest us and to think 30 years ahead. "If we want to influence the future," Mr. Healy said, "we have to stretch our thinking out."

### **Retreat planning with Michael Healy**

Michael suggested that the "first question at the retreat could be to envision our 30-year future." He called this "a new path" for the board and acknowledged that it might pose a challenge at first. Another way of looking at it might be to say: "What is it we want to accomplish and how do we structure ourselves to accomplish that work?" Ross asked, "Aren't the ends what we want to accomplish?" and Michael countered by saying, "No, that's what Glenn is charged to accomplish...Your job is to abstract up."

Members of the board considered spending an hour at the December meeting asking the question: "What do we as a board want to accomplish?" Ashar asked everyone to return to the December meeting with a list of items that are most important about the Co-op, about the board, and about the board's work.

### **New/old business**

Kristin asked that the subject of buying criteria be added to the agenda for the December meeting.

### **Tasks/set agenda**

- Glenn reminded the board that the Dec. 10 meeting starts at 6 p.m. with a pot luck dinner.
- One-hour discussion on the “big question”
- Linkage Committee

**Board monitor review**

Most everyone agreed Kristin monitored “a highly engaged meeting.”

**Executive session**

At 8:45 p.m. Michelle moved and Kate seconded a motion to go into executive session to discuss the GM’s compensation

**Adjournment**

At \_\_\_\_\_ p.m. on a motion by \_\_\_\_\_, seconded by \_\_\_\_\_, the board voted \_\_\_\_\_ to leave executive session and adjourn the meeting.