

**Middlebury Natural Foods Cooperative  
Board of Directors Meeting  
October 28, 2009  
Approved 11/11/09**

**Board members present:** Kristin Bolton, Ilaria Brancoli Busdraghi, Ross Conrad, Francisca Drexel, Mary Gill, Kate Gridley, Jay Leshinsky, Michelle McCauley, Ashar Nelson (presiding), Johanna Nichols, Tam Stewart

**Board members absent:** None

**Others present:** Susan DeWind (staff liaison), Robert Keren (recorder of minutes), Glenn Lower (general manager),

**Board monitor:** Kristin

**Call to order:** Ashar called the meeting to order in the One Washington Street conference room at 6:30 p.m.

**Member-owners' business**

Ilaria said that her husband, Pieter Broucke, on behalf of the Aurora School has proposed that the school be granted a 10% discount on food purchases at the Co-op for school lunches. It would tie in with the MNFC's mission of healthy food and education, Ilaria said. Ashar remarked that the topic was operational but also connected with the MNFC's Ends. Mary agreed 100% and said local schools should be using more local food products. Glenn advised Ilaria and Mary to speak with him further about the proposal.

Francisca suggested that the MNFC's Suggestion Box be moved to the Front End to increase visibility. Johanna said as a shopper she finds it difficult to get through the Deli area because it's so congested.

**Approval of the minutes of the meeting of September 23, 2009**

The board amended the September 23 2009, minutes to indicate that the Linkage Committee "is considering using Survey Monkey." Other amendments were to make the word "webinars" singular and to add an apostrophe after "owners" in the phrase "member-owners' business." On a motion by Ross, seconded by Michelle, the minutes were approved as amended on a 7-0 vote. Ross, Kate, Jay, and Tam, who were not at the meeting, abstained.

**General manager's report**

There was board discussion about the Glenn's decision to indicate that he is not in compliance to Executive Limitation 1.5 (Global Staff Treatment Policy). The non-compliance stems from the results of the 2009 staff survey pertaining to staff training and development. Management Team is making this a priority this coming year.

Glenn informed the board that the Neighborhood Food Co-ops organization now has 18 member co-ops and has hired its first staff person, Eric De Luca. His first task will be to write a plan for the organization including mission and vision.

Before moving on to other business, Glenn noted that the MNFC board has taken the position of not voting on the GM's monitoring reports. He made the board aware that "this is one step we choose not to do in policy governance."

### **Webinar Report**

Ross reported on the webinar "Board's Strategic Thinking." He sent out a summary to board members and the GM in advance of the meeting. A discussion about the MNFC board's mentoring of new members and use of policy governance ensued.

### **Linkage Committee**

Tam reported for the committee that the board has four primary tools for member linkage: the board board, Web site, newsletter, and events. Johanna urged the board to do more follow-up publicity after events, and Ashar warned the committee against shouldering too much work, work that could otherwise go to staff. Johanna added that the Education Committee might work with the Linkage Committee to inform member-owners about the work of the Education Committee.

### **Board Development Committee**

The committee focused the board's attention on the upcoming survey of board members. There was a discussion about whether the survey results would be anonymous. Ashar said the board survey was an important step in preparation for the February board retreat.

### **Education Committee**

Kristin spoke about the book "Radical Simplicity" by Jim Merkel who will be the board's guest at the November meeting. The book discusses ways human beings can live more sustainably on Earth, and examines how much food, water, shelter, materials, etc. each person really needs. As a Co-op we should think beyond our own Co-op's needs, Kristin said.

### **Executive Session**

On a motion by Kate, seconded by Johanna, the board voted unanimously at 7:50 p.m. to go into executive session for the purpose of reviewing the GM's annual performance evaluation. At 8:46 p.m. on a motion by Mary, seconded by Michelle, the board voted unanimously to leave executive session and adjourn for the night.