

**Middlebury Natural Foods Cooperative
Board of Directors Meeting
February 10, 2010
Approved 3/24/10**

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

Board members absent: Mary Gill.

Others present: Susan DeWind (staff liaison), Reiner Winkler (bulk foods manager) Glenn Lower (general manager), James Maroney (member-owner), John Roberts.

Board monitor: Kristin

Call to order: Ashar called the meeting to order at 6:33 p.m.

Members' business

Ilaria and her husband would like there to be less foreign beer and more local beer. Kristin amended previous members' business, that Marie Kireker does support the board work and cautioned the co-op to be wary of organic and natural foods agribusinesses; she is sharing her book, *The Best of the AlterNet*, with Kristin, to pass on to the rest of the board.

A member asked why GMO is not on the buying criteria; the Buying Criteria committee is looking into that issue.

Approval of the minutes of the meeting on January 27, 2009

The minutes were approved as amended. The vote was 10-0 on a motion made by Ross and seconded by Johanna.

Michelle made a motion that comments about the minutes should be communicated prior to the meeting and approved at the meeting. Ross seconded, and the motion passed 10-0.

General Manager's report

Glenn reported out on the progress of NFCA, the Neighboring Food Co-ops Association, which met. Glenn has been newly elected to the board of that organization.

Quarterly financial statement and 3rd quarter financial monitoring report

Glenn spoke with the board about the January and February sales figures. The board reviewed the financial monitoring report and noted that the General Manager was in compliance.

Guest James Maroney

James Maroney, former organic dairy farmer and author of *The Political Economy of Milk*, wrote a letter to Ashar, president of the MNFC Board of Directors, asking the board

to reconsider its position regarding the sale of conventional milk and dairy products. In the meeting he explained that conventional agriculture causes lake pollution, overproduction of milk (and hence low milk prices), and farm attrition (due to underpayment for milk). He feels that organic dairy production would diminish production, improve farm stability, and minimize pollution.

John Roberts, owner of Butterwick Farm in Cornwall, member of the State Water Resources Board for six years and recently appointed by the Obama administration as the chair of the Vermont Farm Service Agency State Committee, disagreed. He agrees the pricing system needs to change, but says that currently there is not overproduction of milk but rather a balance between supply and demand. He said that it's unproven that 50-75% of pollution in lake is caused by the conventional dairy industry. He said that dairy farmers are changing their manure management and feeding to lessen the phosphorus that gets into the lake. He suggested we could contact Julie Moore of the DNR or the Lake Champlain Committee.

James Maroney concluded that if farmers in Vermont are going to survive, the price of food has to rise, and that farmers are not in the business of supporting the consumer.

The Board advised both guests that the MNFC would not make a decision quickly about changing its policy, but would further educate themselves on the issues raised.

The board reflected upon the complexity of the issue, and added that "the elephant in the room is cheap oil and the 500 migrant workers in Addison County." The Board decided to send the issue to the Education, Linkage, and Buying Criteria committees for further discussion, in that order.

Board Development Committee

The BDC reminded the board that: It's time to recruit; court people ahead of time. And remember, people bring far more strengths than their title. We are looking for someone with financial strength as well.

Executive Committee: Governance Process Policies Vote

Ross motioned to pass the GP's as amended; Kristin seconded. GP 8: added "the"; GP 1: capitalize E; GP4 – its. The motion passed unanimously.

Executive Committee: CBLD Consultant Agreement Approval

Michelle withdrew her reservations. Kristin suggested that the BDC look into how to make the webinars more effective. Glenn said to remember to support the system so that it's there when you need it. Michelle moved to continue to enroll in the CBLD program. Jay seconded. The motion passed 10-0.

Webinar Reports

Michelle gave a webinar report on Board roles and responsibilities. She was asked to submit electronic notes for these minutes, which have not been yet received. "Make sure the taxes are paid," she advised, since the Board is financially responsible if they aren't.

Retreat Follow Up

While the board felt satisfied with the board retreat, they shared these concerns for Ashar to discuss with Michael:

- “KJ technique was flawed; the center didn’t hold as we discussed it more.”
- “I was surprised at the amount Michael talked.”
- “Lack of closure re: 2009 education, which had been requested by the board retreat committee.”
- “Board calendar is fuzzy”
- “What is the best role for Michael at the retreat?”

The board decided at the retreat that its educational focus should be on:

- Vibrant local food system infrastructure
- Sustainability/Environment
- Linkage
- Learning process.

Board Process:

After guests left, the Board held a brief discussion about the process of inviting guests to make presentations at our board meetings. James Maroney had been on the calendar for several months, waiting for an opening on the calendar. John Roberts was invited at the last minute by a single board member and the board was not informed in advance. Several board members felt that this late addition to the educational portion of our meeting was clearly awkward for the invited guest. The board reflected on how important it is to speak, and at times act, with one voice.

Meeting closure

Ashar took notes on agenda items for the March meeting.

On a motion by Michelle, seconded by Tam, the board voted 10-0 at 9:07 p.m. to adjourn.