

**Middlebury Natural Foods Cooperative
Board of Directors Meeting
June 23, 2010**

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

Board Members Absent: Mary Gill.

Others present: Susan DeWind (staff liaison), Glenn Lower (General Manager), James Maroney (interested person).

Board Monitor: Tam

Call to Order: Michelle called the meeting to order at 6:31 pm.

Member's Business. The Board had a return visit from James Maroney who wished to reassert his position that conventional dairy is not financially sustainable much less profitable for farmers and that it is the primary source of pollution in Lake Champlain. He says the State enables this through its Best Agriculture Practices Policy. UVM recently shut down their dairy operation as unaffordable. In light of this he does not see how MNFC can meet its goal of providing local healthy food while selling dairy products from conventional dairies. He offered to help Monument Farms to convert to organic and said that Addison County Regional Planning has agreed to use some of their funding for cleaning up the Lake to help support organic dairy. James feels that "MNFC is supporting a paradigm that fails" and " 'natural' does not exist and is an apology for not being organic". We should do more to educate our shoppers on this issue which would include removing conventional dairy products from our shelves.

Fran offered thoughts on widening the MNFC shopper profile. She suggested surveying prices of basic staple items at other stores for comparison, offering additional discounts at slow times of day and more cooking classes.

Karen thought MNFC should compare wages and benefits with other stores to show need for prices to support livable wages.

Kate suggested that James write an article for the newsletter.

Approval of Minutes: The minutes of May 26, 2010 were approved as amended. The vote was all in favor with Ilaria, Karen and Kevin abstaining, on a motion made by Kate and seconded by Ross.

New Directors welcome: The Board members shared some of their motivations to become Board members. In summary, the Co-ops role in the community and the local food economy is paramount. Educating consumers, providing affordable high-quality healthy food, supporting a sustainable food system, participating in democratic cooperative work, participating in community change and the pleasure food brings in connecting families and community were some of the thoughts shared by Board members.

General Manager's report: Glenn provided final numbers missing from last months financial monitoring reports. Net income was \$237,820 or 2.6% of sales, well above budget. And the current assets to debt ratio came in at 2.53, above the MNFC standard of 2.0.

Board Development Committee: This year had the highest number of votes for director's election ever at approximately 320. The two young candidates did well and should be encouraged to run again. The idea of a teen liaison to the Board was suggested.

Election of Executive Committee: Kate moved with a second by Ross of a slate of officers – Jay: President, Michelle: Vice President, Kristin: Treasurer, Tam: Secretary. All voted in favor.

Kristin moved with a second by Michelle to elect the Executive Committee at the May meeting in future years pending review of the by-laws. All voted in favor.

Webinars: Each director should view a webinar and report electronically to the Board and agenda time will be made if questions arise. Monitoring calendar will be updated by Jay and be included with Board newsletter articles on website.

Ross will report on the Patronage Rebate webinar along with Michael Healy's article.

(Ilaria left the meeting at 7:45)

Committee Summaries:

Linkage: Communicating with member-owners about Board work using operational channels and exploring use of social media in the future.

Education: Board education for Board decisions on policy and expansion planning, MNFC role in the community and retreat planning.

BDC: Board governance by running elections, orientation, policy monitoring and self assessment.

(Kevin left the meeting at 7:55)

Committee Assignments:

Linkage: Tam (chair), Ilaria, Karen, Fran

Education: Kristin (chair), Kevin, Mary, Fran, Ross

BDC: Kate (chair), Michelle, Ross

Annual Meeting Follow-up: Tam summarized feedback directors got from people attending. Cool handout, having fun, like what Co-op does, like Co-op support of other co-ops and businesses, questions about website and using Face Book. "Infomercials" didn't fit in. The raffle was awkward with the requirement of winner being present. Jonathan Miller-Lane has offered to have his students help with projects. Karen Mott and all staff were praised for organizing the event.

Future Agenda: The Board should have a discussion and respond to James Maroney's concerns. Glenn suggested that we draft a letter for the Board to assure him he was heard.

Next Meeting: Committee chair reports, finalize work calendar and Education Committee review of reading financial reports.

Adjournment: The meeting was adjourned at 8:40 pm on a motion by Tam, seconded by Kate. All voted in favor.

Respectfully submitted by Susan DeWind