

**Middlebury Natural Foods Cooperative
Board of Directors Meeting
May 23, 2018**

Board Members Present: R.J. Adler, Nadine Barnicle, Lynn Dunton, Kate Gridley, Ann LaFiandra, Jay Leshinsky, Tam Stewart, Louise Vojtisek, Amanda Warren.

Board Members Absent: Molly Anderson, Ilaria Brancoli Busdraghi.

Others present: Victoria DeWind (staff liaison), Glenn Lower (GM),

Board Monitor: Louise.

Call to Order: The meeting was called to order at 6:34 pm.

Member-owner Business: R.J. reported member-owner comments expressing the wish that the store remained open until 8:00 pm, especially in the summer. Other directors have heard similar requests though mostly for opening earlier than 8:00 am. It was recognized that current hours make for a more humane schedule for staff.

Approval of Minutes: On a motion by R.J., seconded by Jay, the minutes of April 25, 2018 were approved with all in favor and Kate abstaining.

Board Elections: Amanda said she had talked with Michael Healy about the Board's role in campaigning for the elections. He encouraged the Board to actively engage with member-owners to remind them and even suggest how to vote. He sees this as board stewardship to work as a team to keep a balance of skills, diversity, age and gender.

The posting of conflicting end dates for voting and how to prevent this again was discussed. The newsletter dates went to press before the earlier date was set. The elections include many tasks done by various staff. It was suggested that the website homepage have a "last week to vote" posting. Nadine said she had a hard time finding the Annual Report/Ballot on the site. Multiple communications channels need to be kept in sync. Glenn said he wants to make clear in the Annual Report which candidates are incumbents. The previous annual meeting minutes should be included in the Report. It was agreed a check list should be made for organizing and publishing the annual report and ballot and to make the Report available electronically.

Glenn said that some other co-ops require candidates to go to at least one board meeting and do an orientation before running for election. Kate said she had questions from all the candidates and reviewed hourly commitment, policy governance, meeting attendance, etc. with them. As there are often a large number of people interested in running, the Board considered consulting with Michael about the possibility of limiting the number of candidates.

Annual Meeting: How to engage with member-owners at the meeting was discussed. It was agreed there is not enough wall space at American Flatbread to hang posters with each of the Ends for people to write comments; there may be one poster asking which End is most important and which has been best achieved. A tear-off poll was suggested for a simple ranking.

Glenn passed out a sample opinion card with questions for the tables. Ann suggested not using the word "barrier" and suggested "how could we reach a broader section of the community". Lynn said questions should not be limited and offer "other" as an option. Nadine felt this is the opportunity to find out what is important to member-owners and give direction to the Board. R.J. felt the broader access and inclusion question is the ever-present issue and should

be the focus. Jay suggested the focus be Food, Environment and Inclusion as three topics to get input on. These were agreed upon along with “Other” and have both ranking and written comments for answers. Nadine agreed to edit the questions and post them on Basecamp for further suggestions. Tam will introduce the topics in his presentation.

GM Report: Glenn noted the three board development opportunities in the fall and various directors expressed interest in going to one or more. MNFC Harvest Festival may conflict with the Sept. 15th event.

Ann asked about the -19% change in Tax 2 department. Glenn thought it might be seasonal or that it was not expanded in the new store. He is not concerned as it represents only 2% of store sales.

Glenn reported on his visit with the Ticonderoga Co-op which is very small (600sq.ft.) with one employee in a community very different from Middlebury. He encouraged them to look at long term plans, community needs and establishing goals. In the short term, to create financial stability they should expand produce, dairy and bakery in order to be a real grocery store. He would like to support them but the loan fund has been fully allocated. Glenn suggested instead that MNFC give them money to purchase a produce case which they would use to leverage matching funds and be a catalyst for other donations. He would also contact other co-ops to pass on equipment as they make replacements. He felt it is important to support them as a co-op closure reflects on all co-ops.

Kate felt it is important that their Board and employee are committed to keeping the Co-op viable. Louise thought the gift could be a good will gesture as so many Ticonderoga residents work in Middlebury. Jay felt the match would set a good example of creating community buy-in which is essential for success. Tam was concerned about how to track a donation in the budget. Glenn will come back to the Board with a final proposal.

Lynn commented on a Board candidate suggestion that the Co-op cash migrant worker pay checks. She said the Co-op is a food store and not a bank and should not get into offering this service. The Board agreed. How to get them into the store to shop needs to be considered. Nadine said that dairy workers have much more of a problem than seasonal orchard workers as many are undocumented immigrants.

Jay’s Retirement: Tam expressed huge gratitude for Jay’s work on the Board and as mentor for him. He will be greatly missed. His request has been honored to make a donation to CVOEO instead of giving him a gift. Jay said everyone has been great to work with and learn from and he will stay involved in other ways.

Next Meeting - June 27: 2018-19 work plan, staff appreciation, EL 4, GP 6 (Conflict of Interest forms), policy revisions and officer nominations. Time needs to be planned for orientation and introductions of new directors.

Adjournment: At 8:30 the meeting was adjourned with all voting in favor of a motion by Ann, seconded by Jay.

Respectfully submitted by Victoria DeWind