

**Middlebury Natural Foods Cooperative  
Board of Directors Meeting  
November 18, 2020**

**Board Members Present:** Molly Anderson, Nadine Barnicle, Ilaria Brancoli Busdraghi, Erin Buckwalter, Lynn Dunton, Sophie Esser Calvi, Kate Gridley, Tam Stewart (6:57), Esther Thomas, Louise Vojtisek, Amanda Warren.

**Board Members Absent:**

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

**Board Monitor:** Louise.

**Call to Order:** The meeting was called to order at 6:38 pm via Zoom video.

**Member-owner Business:** None.

**Approval of Minutes:** On a motion by Ilaria, seconded by Kate, the minutes of October 28, 2020 were approved as amended with all in favor and Amanda abstaining.

**GM Report:** Glenn commented on items in his report – elevator speech on NCG membership benefits, strong sales report, Greg’s report on holiday planning and walkie-talkies for expediting turkey pickups. 500 turkeys have been ordered and preorder had to end early.

The Board appreciated having Greg’s perspective included in the report. Glenn said Greg will be attending more Board meetings in the future. The Board supported the early holiday sale, eliminating the weekly sale for Thanksgiving week and stocking shelves at night. Kate expressed concern for staff safety and Glenn said he had ordered N95 masks now available through NCG. (Tam joined the meeting)

**EL 1 – Financial Condition:** MNFC finances are very positive and fortunate. Glenn said the Co-op has 60 cents in debt for every dollar in equity which is well below the NCG average.

**EL 11 - Diversity, Equity and Inclusion:** (DEI) Glenn said this first monitoring was challenging and felt more like an Ends report showing progress rather than an EL with no firm data and boundaries. The Board felt it was a great start for a new policy and gave them a place from which to work. Showing progress will be important in establishing metrics for this and action will come.

Erin suggested that this policy should be framed in positive language unlike other EL’s and may be better as an End. It was agreed that this could be discussed at the retreat after consulting with Michael Healy. Kate said while education is valuable and on-going, creating action plans from education is what is important. She suggested a metric for reaching goals in a set time – how long, how to get there and what does it look like.

Glenn said the Co-op wants to be an anti-racist organization and wondered about staff buy-in to that. The Board discussed how to weave DEI into the Co-op identity and over time educate all to its importance. Tam said this is a long-term culture change and this work will be on a continuum. Molly suggested that matching Co-op staff and customer diversity to reflect the community, which is very white, was not a high enough standard; being more diverse than the community would be better. Erin said that NOFA is in the process of creating a statement of

intent for diversity and she would share that on Basecamp. Esther said this work is hard and she is proud of the Board's effort.

The Board agreed the EL 1 and EL 11 reports were on time with reasonable interpretation of sufficient data and are in compliance.

**BMR 1 – Role of the Board:** Ilaria requested that “officially” and “passed” be hyphenated. As well she felt a general introduction would be helpful. She will post suggested language on Basecamp. The Board agreed they are in compliance.

**DEI:** The Board discussed the information that Molly shared from her emails with Michael Rozyne of Red Tomato about Fair Food initiatives for apple orchards. There is no program currently and no way for consumers to know if fair standard practices are being followed. As well the Equitable Food Initiative is too costly to start and keep active so this is on hold. Producers are not ready to take this on.

Glenn said migrant rights should be the corner stone of this conversation. The Board agreed that a Board resolution taken to the membership for a vote would be a strong message and show leadership in this culture change. Michael Healy will be consulted.

**Abolitionist Challenge:** Board members who have participated in this program have met with other co-ops in productive sessions to share their work on anti-racism and moving education into action. Notes will be shared on Basecamp. This has been a positive outgrowth of the Challenge. Sophie suggested a staff DEI team as is done at the Putney Co-op.

**Communications:** Sophie has written an article for the December e-news. Kate noted the election cycle starts in the March issue and will have updated ads and photos.

**Retreat:** There were various suggestions for a remote meeting: a movie with discussion after a break, walk and talk conference calls and a one day meeting with breaking into small groups. Glenn suggested the Board have Jade Barker from Columinate to facilitate the retreat. She specializes in leadership development and has worked with co-ops for years. The Board agreed and asked that she be invited to the next meeting to plan the retreat for work on a Board statement of intent or resolution. It was agreed to see if Jan 16 or 23 would work for her.

**GM Evaluation:** This falls under BMR 4. Metrics are the year's monitoring reports, direct fiduciary inspection and third party review. The Board will use the first two for review and complete the evaluation at the next meeting.

**Adjournment:** At 8:36 the meeting was adjourned with all voting in favor of a motion by Kate, seconded by Nadine.

Respectfully submitted by Victoria DeWind