

# Open Harvest Board of Directors

## Approved Meeting Minutes

January 11, 2010, 5:38 – 7:11 p.m. at Irving Rec Center  
2010 Van Dorn Street

**Present** David Murphy, Maggie Pleskac, Keith Dubas, Jackie Barnhardt, Jim Nelson, Kelsi Swanson, Margot Conrad, Carla McCullough, Alisa Kushner, Bob Hutkins, Jon Ferguson, Mary Jane Gruba, Ingrid Kirst, Gail Kendall, Sara Moshman, Dave Eckmann, Mary Rachael

**Absent** John Christensen, Miles Bryant

**5:38 p.m.** Welcome to staff and Board members, with introductions.  
Accept consensus items: January Agenda and December Meeting Minutes.

GM Report: accounts payable to inventory (.79), debt to equity (2.27) (.87 without loan balances), accounts payable (\$197,344) and inventory as of 11/30/09 (\$249,149) shared and discussed.

**5:41 p.m.** L2: GM reported there were no critical violations during 11/3/09 health inspection. No concerns.  
L3: GM reported L3.1 departmental profit and loss reviewed during last store meeting on 12/9/09. Ingrid Kirst questioned why in the past there was always a comparison with other coops and Jim Nelson discussed his policy of not comparing businesses across the country and their differences. No concerns.  
L8: GM reported that there were no changes from last year on Executive Succession and the addition of a MOD (Manager on Duty). No concerns.  
L1.2: GM reported on changes to non-food items and additions such as receiving recyclable batteries. Discussion included options for in-store recycling. David Murphy questioned the wording of this report and whether it met the Ends. Discussion included how the flexibility of wording helps to meet the Ends. David Murphy also suggested that the report should have been written prior to the ordering of any new products after expansion and that the report does not address the petition. Discussion included that the meeting of the Ends is something that we are striving for, that it is constantly evolving. Response to the petition, the option of relating to petitioners, the role of the Board, consensus governance, and the Ends were also discussed. David Murphy voiced concern of products meeting the expectations of the Members vs. products meeting the Ends. Discussion included UNFI not being able to meet the needs and buying guidelines of every coop in the nation. Jim Nelson stressed that they are a corporation. Jim Nelson also

brought up the difficulties of the buying market in Lincoln and the coop's competition. David Murphy removed his concern. No other concerns.

- 6:17 p.m.** Board Training: Policy Committee suggested a half-day training session on policy. Keith Dubas suggested the option of three different Saturdays during the end of February, beginning of March and each Board member could email any problem dates to come up with a prospective date that works for the majority of Board members.
- 6:20 p.m.** G's: Ingrid Kirst distributed a handout summarizing the Board members' comments, suggestions and concerns on G1 through G7. Keith Dubas suggested that the Policy Committee meet and make suggestions of any specific changes to the Board. Ingrid Kirst questioned whether there are any changes vs. just re-writes. Miles Bryant, Keith Dubas, David Murphy and Ingrid Kirst are on this committee and will meet and report back to the Board. Ingrid Kirst also distributed Policy Committee notes from their 1/4/10 meeting on Branding/Identity, Mission Statement vs. Ends, and L10: Expansion and Expansion Preparedness. Discussion included the following suggestions: re-looking at proforma, input from the Finance Committee for a complete picture, and tracking of debt repayment schedule.
- 6:54 p.m.** GM Search Committee Report: Committee met and is made up of Carla McCullough (Chair), Jon Ferguson, Margot Conrad, Melissa Dowty, and Keith Dubas.
- 6:55 p.m.** Board Priorities and 3-5 year plan: Keith Dubas suggested having a half-day retreat on policy should be a priority and Ingrid Kirst suggested that a discussion of the 3-5 year plan should be at the retreat.
- 6:57 p.m.** Finance Committee Report: Committee did not meet. Policy Committee Report: Committee met and report included in G's. Bob Hutkins brought up the need for an Election Committee and volunteered to be the Chair.
- 6:59 p.m.** Holiday Party: Discussion included prospective dates, location, and details on food and entertainment.
- 7:01 p.m.** Pay Forward: Jackie Barnhardt reported that a total of 503 Members signed up for the program, totaling \$50,300. Of the 503, 343 signed up from Front End/Cashier recruitment and 115 from

the mailing recruitment. Currently there are 3,340 active Members, including 444 new Members.

- 7:05 p.m.** Local Foods Event: Announcement that Open Harvest is sponsoring a Local Foods Event where local vendors will have booths on June 26<sup>th</sup> at Prairieland.
- 7:06 p.m.** Newsletter Insert: Discussion included the need for an insert to be added to the most recent News Bites describing the Board's position on purchasing policy as it refers to the Ends. Ingrid Kirst and Keith Dubas will work on the wording and the insert will be put inside the paper copies in store and added to the website's copy. Alisa Kushner suggested that a statement of appreciation to the Members and non-members who voiced their concerns to the Board be included.
- 7:10 p.m.** Website Update: Jackie Barnhardt announced the recent changes to the website's policy governance page, specifically to the Board's role.
- 7:11 p.m.** Adjourn

Respectfully Submitted,  
Mary Rachael

**Next Meeting:** February 1, 2010 from 5:30 to 7:30 p.m. at Irving Rec Center.