

**Minutes, New Leaf Market Board of Directors Meeting, June 1, 2009**  
New Leaf Market Meeting Room, 1235 Apalachee Pkwy, Tallahassee, FL 32301

**SUMMARY**

**Meeting Decisions/Assignments**

- The board approved minutes from April 27, 2009 with two corrections
- April was a very strong month. We are up 28% in sales from last April.
- The BOD approve **II-J Annual Planning**
- The BOD approved 2 changes to the elections policy.
- NLM Ends were approved.
  - Joshua will send out the final draft of the approved Ends.
- Chuck and Candice will work on the progression of the GM Evaluation reports and bring a proposal to the next BOD meeting.
- Chuck and Larrane will discuss whether the newsletter should be included in the BOD budget or the store budget.
- The GM should always include a policy interpretation statement in their monitoring reports. It is an optional procedure for BOD members.
- All BOD members need new pictures for the BOD Bulletin and website.
- Future BOD meetings will be held at 6:30pm.

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**Call to Order:** @ 7:01pm by Martha Weinstein, BOD Facilitator

**Present:**; Chuck Hungerford, President; Candice Parker, Vice President; Joshua Youngblood, Secretary/Treasurer; Jennifer Agabiti-Hall, Director; Madelon Horwich, Director; Jim Terrell, Director; Larrane Hartridge, General Manager; June Wiaz, Director; Maria Cobian, Director; Jeannette Reed, Director; Martha Weinstein, BOD Facilitator; Ashley Arrington, Recording Secretary.

**Note:** Madelon Horwich was present via conference call.

**Absent:** None

**Introductions:** All in attendance gave brief introductions.

**Owners Forum:** None

**Agenda Review:** See Attachment

- **delete - Annual Meeting Update**
- **Add Discussions:**
  - **Policy Interpretation on Monitoring Reports**
  - **BOD Budget**
  - **Calendar Schedule**

**Minutes Approval:** The board approved minutes from April 27, 2009 with two corrections. Ashley will make the corrections and reprint them for signatures.

**President's Report: See Attachment**

- Chuck would like to discuss the calendar and the sequencing of the GM monitoring/evaluation reports.
  - Candice – It needs to be changed due to the shift of the fiscal year.
- Larrane and Chuck will look at the GM monitoring report schedule.

**General Manager Report – Larrane**

- April was a very strong month. We are up 28% from last April.
- The 35<sup>th</sup> Anniversary was a huge success! We have had 86 new members this month. Thank you to our fantastic marketing team!
- We are looking at dates to begin the re-set.
- Chuck – Is there any way that Cristin could figure out what is drawing in new members?
  - Larrane – I will find out. I believe there is a place on the membership form to identify how you heard about NLM.

## **Board Decisions:**

- **Board Policy Governance Reports**
  - **II-J Annual Planning**
    - Joshua sent the report to all BOD members via email.
    - Joshua Youngblood's report dated June 1, 2009 asserted 'in compliance'
    - The only suggestion from Joshua was to decide how to restructure the retreats to incorporate more big-picture visioning
    - *Approved*
  - **III-E GM Performance Evaluation - Closed Meeting Item**
- **GM Policy Governance Reports – None**
- **PG Update - None**

## **Board Discussions:**

- **Elections**
  - The elections committee has contacted all the candidates for statements and pictures. We have a statement from Joshua, Candice, and Paul. We still need one from Chuck and Gretchen.
  - We need to take new pictures of BOD members for the bulletin board. We need to call Diane and set up an appointment.
  - Elections policy – Jim pointed out that we will be out of compliance if we continue the election process the way the policy it is written.
    - Jim proposed that policy H:1:e:4 state: 'ballots are counted, verified, and candidates notified within 7 days after the close of the election'
      - *Approved*
  - Proposed policy addition – 'Two or more Nomination Committee members and one non-board member will count and verify the ballots'.
    - *Approved*
- **Ends**
  - We had more discussion via email. Larrane sent out the Ends from another Co-op as something to think about. Their Ends are more philosophical.
  - Joshua suggested doing a status check to see where people stand.
  - Larrane could get more samples if that would be helpful.
  - Candice believes that we should go with our own ideas. We should use the ends that we have created because they are great! We can try them for a year to see how they work.
  - Chuck believes the BOD could have a monthly session talking about our Ends. We want to be comfortable with them and not just worn out by discussion.
  - Maria thought that we needed the Ends to be finished for Larrane
    - Larrane – I did need them, but at this point we are just using the old ends for our annual analysis.
  - Consensus check: June did not like the word 'confident' in #3. Joshua explained the thinking behind using the word confident.

- Madelon would rather it say: ‘people are educated to make consumer choices with confidence’.
  - #3 *Approved*
- #4 *Approved*
- Joshua will send out the final draft of the approved Ends.
- **Webinars**
  - GM evaluation
  - Candice found their samples to be too simple. Candice was disappointed that there was not more information than what we already have.
  - They did suggest filling in a chart to check all the GM reports and the dates that they were submitted. Candice thought this was a good idea.
  - Candice believes that we are a model for other co-ops.
- **Meeting Times**
  - We will go back to our 6:30 meeting time for future meetings.
- **Policy Interpretation on Monitoring Reports**
  - Because there can be so many different interpretations for each policy, BOD members started including the statement “ I interpret this policy to mean. . . “
  - The GM should always include this section. It is an optional procedure for BOD members.
- **BOD Budget**
  - Chuck has the information about what has been spent from the budget for this year, but has not yet documented this information on the budget spreadsheet.
  - Chuck and Larrane will discuss whether the newsletter should be included in the BOD budget or the store budget.
  - Jeannette would like to schedule a discussion on forming a budget committee.
- **Calendar Schedule**
  - Chuck and Candice will work on the progression of the GM Evaluation reports and bring a proposal to the next BOD meeting.

**Upcoming/Current Issues:**

- **CCMA is booked!**

**Review Meeting Decisions/Assignments:**

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**Calendar/Monitoring Schedule:**

- **Next Meeting – June 29, 2009**
- **II-B Governing Style - Jeannette**
- **II-G Meeting - delete**
- **III-A Global Board/Management Connection - Jennifer**
- **III-B Accountability of GM - Candice**
- **III-D Monitoring GM Performance -Candice**

**June 29, 2009 Agenda Items:**

- Discussion on possible budget committee
- Discussion on Madelon’s webinar
- Policy governance
- Elections
- Calendar

**Meeting Evaluation:** All participants were given an opportunity to evaluate the meeting.

**Adjournment:** Meeting was adjourned at 8:33pm

**Closed Meeting**

Respectfully Submitted,

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Ashley Arrington, Recording Secretary

Approved by Board of Directors on \_\_\_\_\_ as witnessed by,

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Chuck Hungerford, President

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Joshua Youngblood, Corporate Secretary/Treasurer