

**Minutes, New Leaf Market Board of Directors Meeting, Oct 5, 2009**  
New Leaf Market Meeting Room, 1235 Apalachee Pkwy, Tallahassee, FL 32301

**SUMMARY**

**Meeting Decisions/Assignments**

- The board approved minutes from August 31, 2009 with no corrections.
- Candice Parker resigned from the board and her position as Vice President. Her resignation will be approved when it takes effect.
- Larrane will present her list of bonus criteria in the next couple months for BOD discussion and comment
- Sales beat last march by 28% and there were 65 new owners.
- Farm Tour - October 24 & 25.
- The board approved the following reports:
  - **II-G Meetings**
  - **IV-F Asset Protection**
- **II-K Owner Communication**
  - Maria will add ‘in compliance’ to the end of the section. She will also remove the third paragraph from the first page. The report will be ready for approval at the next board meeting.
- Joshua will email Greg Terrell in order to acquire passwords for board members and re-open the line of communication.
- Madelon will send a new PG manual to all board members and board staff
- The board approved the **Board Budget Policy Proposal**.
- The board set a retreat date for January 15 & 16, 2010. This date is pending Thayne’s availability.
- **Owner Drive:** October 10. There is a schedule for board coverage with Jim as back-up.
- Candice Parker, Chuck Hungerford, and Joshua Youngblood were reseated on the board.
- Joshua was seated as the Board President
- Jim was seated as the Board Vice President

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**Call to Order:** @ 6:32 pm by Martha Weinstein, BOD Facilitator

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

**Absent:** June Wiaz, Director

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

**Owners Forum:** None

**Agenda Review:**

- Change June to Chuck for Owner Communication

**Minutes Approval:** The board approved minutes from August 31, 2009 with no corrections.

**President's Report: See Attachment**

- The BOD and the GM will enter into a contract regarding the GM bonus. Larrane will set up a list of criteria that her bonus will be based on. The board would present a list of things that we want her to consider in her list of criteria. We need to gather ideas over the next month.
  - Larrane informed the board that she had been doing research and has already started drafting a list. Larrane will present her list in the next couple months for BOD discussion and comment.
- Candice is extremely busy and is going to resign from the board. We can appoint the person with the next highest number of votes, or we could consider other appointment options. Candice will still participate in committee work.

**General Manager Report – Larrane**

- Sales beat last march by 28%.
- We had 65 new owners.
- We are all excited about the Farm Tour on October 24 & 25.

**Elections Committee Report**

- Jim discussed the election results and submitted a proposed elections schedule for next year.

**Board Decisions:**

- **Board Policy Governance Reports:**

- **II-G Meetings**
  - Jim sent out the report to all BOD members via email
  - Jim Terrell's report dated October 5, 2009 asserted 'in compliance' and 'out of compliance' on #2 - Meeting Times.
  - Maria – are we 'doing away' with the owner forum?
    - Jim – No, I am proposing that we do away with the mention of the Owner Forum Policy because we don't have a policy, just simply an agenda item.
  - Jim had a couple proposals for policy language changes:
    - 4d - Delete 'as per the owner forum policy'
      - This policy is protecting the owners' right to speak at BOD meetings by including an owner forum item on the agenda, without prior notice.
      - Chuck suggested: "Owners have a right to speak during the designated Owner Forum"
    - 6c - The second sentence needs to be left out. We don't have a meetings section of the portfolio.
    - 5a – August to August is the time frame
    - 7 – take out 'b'.
    - 8a – remove 'is included in the board portfolio' Add: "is included in the board's consensus training session. See policy II-H 3a"
  - Corrective Action – Appoint someone to be responsible for the board's board.
  - *Report Approved with changes*
  - *Approved*
- **II-K Owner Communication**
  - Maria sent out the report to all BOD members via email.
  - Maria Cobian's report dated October 5, 2009 asserted 'in compliance'
  - Maria is concerned about the board page of the website and the missed opportunity to communicate with members and potential members.
  - Jim – doesn't agree with the third paragraph and will speak with Maria later.
  - Maria will add 'in compliance' to the end of the section. She will also remove the third paragraph from the first page. The report will be ready for approval at the next board meeting.
  - Joshua will email Greg Terrell in order to acquire passwords for board members and re-open the line of communication.
- **GM Policy Governance Reports:**
  - **IV-F Asset Protection**
    - Larrane sent the report to all BOD members via email

- Larrane Hartridge's report dated October 5, 2009 asserted 'in compliance'
    - *Approved*
- **BOB Resignation**
  - Candice feels as though it would better serve the board to have someone who can give more time and energy.
  - Candice's resignation will be approved when it takes effect in a couple of months.
- **PG Update**
  - Madelon emailed everyone the PG Manual changes.
  - Candice – Did you send out a new copy of the PG Book?
    - Not yet. I wanted to make sure that there were no corrections.
  - Madelon will send a new manual.
- **Board Budget Policy Proposal**
  - Jeannette sent out a board budget policy proposal to all BOD members via email.
  - *Approved*
- **Selection of Officers**
  - There have been suggestions regarding appointing new officers.
  - Joshua for President – Accepted
    - *Approved*
  - Jim for Vice President – Accepted
    - *Approved*
  - Madelon for Secretary/Treasurer – in consideration

#### **Board Discussions:**

- **Elections/Nominations Committee**
  - Jim proposed that the nominations committee consider Paul and one other nominee and come back with a proposal.
- **Scheduling Annual Planning Retreat - Chuck**
  - We could not find a date that worked for everyone.
  - Thayne only has Dec 5 open. We can move on this, or postpone until next year. We could also have a planning session sans a consultant.
  - Jeannette proposed waiting until January.
  - Madelon – Do we think it would be that much better without Thayne?
    - Joshua believes we could proceed without Thayne.
    - Jim likes having a consultant to keep us on track.
    - Maria is fine either way.
    - Jeannette appreciates the information that Thayne would bring. She would like to target a date to work toward.
    - Chuck prefers having a consultant and holding a retreat before next year.
    - The board decided to shot for January 15 & 16, 2010. This date is pending Thayne's availability.
- **Owner Communication Activities - Chuck**

- Owner Drive – October 10. There is a schedule for board coverage with Jim as back-up.
- **Scheduling of New BOD Member Training**
  - When we get a new board member the training will be scheduled.

**Upcoming/Current Issues:**

- **BOD New Owner Booth**

**Seating**

- **New Board Members**
  - Candice Parker, Chuck Hungerford, and Joshua Youngblood were reseated on the board.
- **New Officers**
  - Joshua was seated as the Board President
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**Review Meeting Decisions/Assignments:**

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**Calendar/Monitoring Schedule:**

- **IV-A Treatment of Consumers – Larrane**
- **IV-C Financial Conditions and Activities – Larrane**
- **Closed Session – GM Bonus recommendations - Larrane**

**October 26, 2009 Agenda Items:**

- **Retreat agenda**
- **II-K Owner Communications**
- **Secretary/Treasurer Position**
- **Website**
- **Nomination Committee Report**

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

**Adjournment:** Meeting was adjourned at 8:14pm

Respectfully Submitted,

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Ashley Arrington, Recording Secretary

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

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Joshua Youngblood, President

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Joshua Youngblood, Corporate Secretary/Treasurer