

Friends and Farmers Board of Directors Meeting Minutes December 7

Present: Chris Rand (board), Michael Pipe (board), Jeremy Bean (board), Grace Emmerling (board), Roy Sletson (board), Daryl Sinn (board), Neal Carlin (board), Sara Carlson (board), Stacy Budd (employee), Alicia Leitch (employee), Sally McDermott, John McDermott, Betsy Green, Jackie Bonomo, Lisa Riley Brown

Waiting for Grace to arrive for MEMBER VOICES

Chris Rand: identifying good candidates for executive committee over the next few weeks - not prepared to elect exec committee at the moment, needs to be done before the next board meeting

Sarah: this is an unprecedented board change-over, which makes choosing an exec committee more difficult, therefore need more time, but will address this later in the meeting

Grace arrives at 19:12.

Chris brings up the Plow to Plate event. Jim Eisentstein believes in this cause and has connections to make this event a success this upcoming summer, maybe the third week in August 2017. We should make sure that this event happens. Chris also spoke with the owners of Village Eatinghouse and will email the board about the conversation he had with them regarding the Festa-Nic event.

CHECK INS

Stacey decorated a wreath for F+F for the Festival of the Trees and won around \$400. She requested that these funds be used for outreach. This will require a vote. Jeremy reports that the university is now tracking the term "hyper-local" as within 50 miles. Alicia spoke with Leslie Pillen of the PSU Student Farm. Opportunities there?

MINUTES APPROVAL

Daryl brings up several points of contention in the October minutes, namely Michele's comment that the OLM will fill any space that we give it. Chris amends the minutes to say that the OLM will fill any space we give it in the editorial calendar.

Daryl also brings up the idea of an intermediate step between OLM and B+M, namely the potential for buying bulk dry goods or other products in bulk to reduce cost for members, but it is dependant on F+F's access to storage space. Chris has a meeting with Sharon on Saturday re: storage space for OLM.

Sara makes a motion to approve minutes, Daryl seconded, motion was unanimously approved.

MEMBER VOICES

Jackie sent out a list of points to the BOD prior to this meeting. Feels there is a lack of communication between the work the BOD is doing and the rest of the member-owners. She and the other volunteers present would like to know about committees, goals and work being done by the BOD. She feels there should be more than one member meeting per year, and would like the cooperative to feel more bottom-up rather than top-down. She mentions feasibility and market studies, and Alicia requests at least summaries of these studies as they are being done so members have an idea of what is going on with the BOD. Grace acknowledges a need for better communication and transparency. John posits that F+F simply does not have enough manpower, not enough grassroots rallying and the BOD needs to work on that for the cooperative to succeed. He also agrees with Alicia and Jackie in regards to the studies and feels that the BOD's communications with the member-owners needs to be more timely.

Grace closes the Member Voices segment of the meeting.

COMMITTEES AND COMMITTEE CHARTERS

Grace: Charters are strategic plans for an individual committee that will feed into a larger strategic plan. These committees will operate based on the BOD's decision from this summer that our end goal is the B+M, and the OLM will feed into the B+M

Committees will meet once a month, draft charters, send monthly reports to the secretary AT LEAST one week prior to BOD meeting. Secretary will disseminate a master document of all of the committees' reports to the BOD within a day. BOD will read reports and submit questions to relevant chair within that week and amendments will be made to the reports prior to the BOD meeting. This document becomes the consent agenda for the BOD meeting, and will be voted on and approved at the BOD meeting, thus becoming official documents to be posted on the F+F website alongside meeting minutes for member-owner access. First committee reports should be submitted prior to February 2017 BOD meeting.

Chris will help Stacey create a Google form to send out to member-owners to sign up for committees.

Jeremy has concerns that we are moving forward with committees without a strategic plan for F+F firmly in place. Chris insists that lack of strategic planning is endemic to non-profits, which is why Jeremy is so valuable to the BOD with his professional experience. Jeremy worries that member-owners who signed onto the vision of the B+M feel that their member equity is being squandered on other things and the vision of the B+M has been lost. Roy's perception is that the OLM is the definition of F+F because that is all we are at this time. Chris and Grace vocally disagree, stating that the B+M has always been the end goal for F+F. Sara states that no food cooperative has ever successfully transitioned from an OLM to B+M, and thus it will require a lot of work. Jeremy insists we cannot move forward without a strategic plan in place, namely one that

explicitly states how member equity and the OLM feed into the vision for B+M. This strategic planning should be a responsibility of the executive committee before it is a responsibility of the board as a whole.

Grace identifies the committees: outreach, project, finance, communications and executive.

Roy would like to be involved with project and outreach committees, but not necessarily chair. Neal would like to be involved with outreach and communication. Chris would like to be on finance. Sarah is leaning toward communication.

Roy would like to call members of the cooperative that he knows to ask for their engagements.

Grace signals transition to the EXECUTIVE SESSION. All non-BOD members are asked to leave, including Stacey and Alicia.