

# All Things Local Draft Minutes

Amethyst Farm

August 1, 2012

**Attending:** John White (facilitating), Bernard Brennan, Robin Luberoff, Michelle Parish, Tina Clarke and John Gerber (recording)

**Minutes Review;** the July 23 minutes were reviewed and the following addition was made. The purpose for reviewing the bylaws and membership form was to develop questions for Apple who has been invited to the August 9 meeting of the Working Group.

The meeting began with a review of the Local Roots Membership Agreement form. Questions for Apple are listed below.

## **Review of Membership Agreement Form and Suggested Changes:**

1. Change the Ohio language to All Things Local and change the word "company" to "cooperative" throughout the document.
2. Eliminate the words "or have had the opportunity to read" in Item 1 in the Local Roots document.
3. Add language to allow members to indicate a membership category (producer or consumer) perhaps simply with a question at the bottom asking if they are producers.
4. Keep the membership fee structure simple and the same for everyone. Allow people to work to pay their membership fee.
5. There was a general consensus that we can attract about 500 members paying \$50-60/year (which could also be paid on a monthly basis). Donations should be encouraged in addition to the membership fee.
6. The volunteer hours required to cover membership will be 10 hours per year.
7. Rewrite Item 4 as follows: "I understand that all members in good standing shall have one vote as a member regardless of the extent of their contribution to the Cooperative. Members delinquent in membership payment or volunteer hours due may have member benefits suspended."
8. Switch the words "sell" and "buy" in item 5. Make sure this statement reflects the mission of inclusion of non-food items.
9. Eliminate item 6 and item 8.
10. In the membership block indicate lifetime membership is non-transferable.

The meeting continued with a review of the Local Roots Bylaw document. Questions for Apple are listed below.

## **Review of Bylaw and Suggested Changes:**

1. We need to work on our mission statement when more members of the working group are present.
2. Remove the language about distribution of patron's net margins from the bylaw and make it a policy document.
3. Remove the language about the capital account.

Questions for Apple:

- What is the value of a sliding scale for membership compared to the same fee for everyone?
- Is there a reason to have item 6 in the membership agreement?
- Can/should the secretary and treasurer serve in these positions but not be a member of the board? Member of the coop?
- Should/can we require a super majority for some kinds of votes?
- Should/can we specify board members be balanced among producers and consumers?
- Is there something about a cooperative that requires us to return some portion of the net margin back to members (legally)?
- How do you deal with "surplus"?
- Is it important (for public perception reasons for example) to try to reward participation in the coop?
- Should we require a quorum requirement for a membership meeting?
- Do you have to allow proxys?
- Is there a requirement in the cooperative model that members make an investment?
- Are there particular requirement of the state of Massachusetts relating to cooperatives that we should be aware of?

The meeting adjourned at 8:50pm with good cheer.

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**In preparation for the next meeting, please:**

1. Read the email from John Thibbitts dated 7/23
2. Review the questions (above) and make notes about additional questions.
3. Review the following documents from Local Roots:
  - a. Producer Application Form
  - b. Producer Guidelines and Policies
4. Review the following two draft mission statements and be prepared to discuss:

*Mission Statement: To increase opportunities for producers of consumables made or raised locally, improve food security, and enhance local employment and the quality of life in our geographic area through a producer and consumer owned and operated market.*

*Mission Statement: With a prominent daily market location, the All Things Local initiative serves the local community and region through increasing opportunity for producers of food and crafts to market their goods, through improving food security, and by advancing community and economic development goals through enhancing local employment and the general quality of life.*

**Our next meeting is scheduled for Thursday, August 9  
at 7:00pm at Amethyst Farm.**