



www.nfca.coop

Everyone is Good Welcome!

Co-ops Celebrate Diversity: Everyone is welcome here.

Co-ops Are Inclusive: We are better when we work together.

Co-ops Build Community: Join your local food co-op today!

Want to know more? Please visit us at www.nfca.coop.

Thank You!

Our 6th Annual Meeting is made possible by the support of our members, as well as these co-operatives and organizational partners.



www.CoBank.com



www.dorsey.com



www.assocbuyers.com



www.cunamutual.com



www.ncb.coop



SIX STATES WITH ONE VOICE AT THE NATIONAL TABLE

www.newenglandfarmersunion.org



www.cooperativefund.org



www.fedcoseeds.com



www.fci.coop



www.artbev.coop



www.vermontcreditunions.com



www.cabotcheese.coop



www.cdsconsulting.coop



www.cdf.coop



www.federation.coop



www.cgn.coop



www.deeprootorganic.coop



www.equalexchange.coop



www.ncg.coop



www.organicvalley.coop



www.realpickles.com



www.sharedcapital.coop



www.simplyvoting.com



www.ManagementStudies.coop



www.community.coop



www.valleyworker.coop

The premise of the 6th Principle is not that co-operatives cannot exist without each other. Co-operatives by their design are self-sustaining organisms. Co-operatives can operate and succeed alone, but will only thrive and grow the co-operative commonwealth when they work together.

International Co-operative Alliance, Guidance Notes to the Co-operative Principles (2015:80)

The Neighboring Food Co-op Association

SIXTH ANNUAL MEETING

“Build a Co-operative Future: Diverse, Inclusive & Resilient”

18th March 2017 // Greenfield Community College // Greenfield, MA

The Neighboring Food Co-op Association (NFCA) is a regional federation of food co-ops working together toward a shared vision of a thriving co-operative economy, rooted in a healthy, just and sustainable food system, and a vibrant community of co-operative enterprise.

Table of Contents

1. Directions	2
2. Greeting from Charles Gould, Director-General, International Co-operative Alliance (ICA)	3
3. Agenda for the Day	4
4. Peer Networking Table Topics	5
5. Board President's Welcome.....	6
6. Staff Report.....	7
7. 2016 Financial Reports	13
8. 2017 Budget.....	15
9. Proposed Amendment to the Bylaws Regarding Board Member Terms	16
10. “About the Neighboring Food Co-op Association”	17
11. NFCA Member Register, 2016.....	19
12. Board of Directors & Staff, 2016	20
13. NFCA Statement on Diversity, Inclusion & Democracy	Back Cover

From Farm to Freezer!



The bounty of the harvest season may have passed, but you can still enjoy delicious, regionally grown Blueberries, Organic Broccoli, Organic Edamame, Organic Green Beans, and non-GMO Sweet Corn from Northeast family farms.

Available in the frozen section at your local Vermont Food Co-op!



Hunger Mountain Co-op — Celebrating 45 Years Supporting Organic Farmers!

Brattleboro Food Co-op, Brattleboro, VT
Buffalo Mountain Food Co-op, Hardwick, VT
City Market / Onion River Co-op, Burlington, VT
Co-op Food Stores, White River Junction, VT,
Hanover & Lebanon, NH
Hunger Mountain Co-op, Montpelier, VT
Middlebury Natural Foods Co-op, Middlebury, VT

For a map of our 35 member co-ops, locally owned by over 107,000 people like you,
please visit: www.nfca.coop/members

Plainfield Food Co-op, Plainfield, VT
Putney Food Co-op, Putney, VT
Rutland Area Food Co-op, Rutland, VT
Springfield Food Co-op, Springfield, VT
Stone Valley Community Co-op Market, Poultney, VT
Upper Valley Food Co-op,
White River Junction, VT

NEIGHBORING FOOD CO-OP ASSOCIATION
PO Box 93, Shelburne Falls, MA 01370
info@nfca.coop // www.nfca.coop

GO COOP

Ad from NOFA VT Winter Conference Program

*History has shown that co-operatives are an important strategy for economic collaboration, racial economic independence, and community well-being.
They develop leadership capacity and promote civic participation.*

Jessica Gordon Nembhard, in *Collective Courage: A History of African American Cooperative Economic Thought & Practice* (2014: 235)

1. DIRECTIONS

Our Annual Meeting will take place in the:

Dining Commons, Greenfield Community College, Main Campus, 1 College Drive, Greenfield, MA

Type this address into Google Maps or other mapping application:

Greenfield Community College, 1 College Drive, Greenfield, MA

Phone: (413) 775-1801

From 91 North/South:

- Take exit 26 for MA-2 W toward Massachusetts 2A E/Greenfield Ctr/N Adams 0.1 mi
- At the traffic circle, take the exit onto MA-2 W 0.6 mi
- Turn right onto Colrain Rd 0.5 mi
- At the traffic circle, take the 3rd exit onto College Dr 118 ft
- Turn left to stay on College Dr 404 ft
- Turn right to stay on College Dr
- Follow signs to Parking Lot F. Park in Parking Lot F and walk toward the main entrance.
- Go in the main entrance. Follow signs to the Dining Commons up the stairs.

From MA-2E:

- As you approach I-91, you will see a Big Y plaza on the left 0.6 mi
- Turn LEFT onto Colrain Rd 0.5 mi
- At the traffic circle, take the 3rd exit onto College Dr 118 ft
- Turn left to stay on College Dr 404 ft
- Turn right to stay on College Dr
- Follow signs to Parking Lot F. Park in Parking Lot F and walk toward the main entrance.
- Go in the main entrance. Follow signs to the Dining Commons up the stairs.

Lodging:

The Franklin County Chamber of Commerce website offers many lodging options: <http://www.franklincc.org>



Participants in Our 2016 Peer Networking Event Gather for a Tour of Hunger Mountain Co-op

Because they exist to benefit their members, rather than to line the pockets of private shareholders, co-operatives are fundamentally more democratic. They empower people. They build community. They strengthen local economies.

Wayne Ellwood, "Can Co-operatives Crowd Out Capitalism?" in *New Internationalist* (July 2012)

2. Greetings from the International Co-operative Alliance (ICA)



Mr. Erbin Crowell
Executive Director
Neighboring Food Co-op Association
P.O. Box 93
01370 Shelburne Falls – MA 01370
United States

23 February 2017.

Global Office:

Alliance Coopérative Internationale – AISBL
Avenue Milcamps 105
1030 Brussels
Belgium
VAT: BE 535 539 869
T: +32.2.743.10.30
F: +32.2.743.10.39
ica@ica.coop
www.ica.coop

Regional Offices:

Africa
Nairobi – Kenya
www.icaafrica.coop

Americas
San José – Costa Rica
www.aciamericas.coop

Asia and Pacific
New Delhi – India
www.icaroop.coop

Europe
Brussels – Belgium
www.coopseurope.coop

Sectoral Organisations:

Agriculture (ICAO)
www.icao.org

Banking (ICBA)
www.icba.coop

Consumers (CCW)
www.ccw.coop

Fisheries (ICFO)
www.icfo.coop

Health (IHCO)
www.ihco.coop

Housing
www.icahousing.coop

Insurance (ICMIF)
www.icmif.coop

Industry and Services (CICOPA)
www.cicopa.coop

Dear Mr. Crowell,

On behalf of the International Co-operative Alliance, I would like to extend my very warm greetings to the participants of the 2017 Annual Meeting of Neighboring Food Co-op Association.

The global crisis has underscored the dangers of a system which was not always taking into account the primary needs of people. We all know the negative effects this caused in our countries -- socially, economically, and environmentally.

For its parts, the co-operative model is one of the world's leading innovation models, offering solutions for sustainable, fair and participative societies. Time and again over the almost two past centuries, it has helped to improve quality of life and dignity of people by creating collective wealth, solidarity, social justice, economic equity and democratic governance.

But it is rather the humanistic vision of our movement that best explains its success. In compliance with its values and principles, the co-operative movement always celebrated diversity and inclusion in all its actions and activities.

The co-operative movement indeed reflects our world as it is. It was among the first to understand that diversity is also what makes each of us unique. It was among the first to understand that bringing together and harnessing these diverse forces and resources – by creating an environment of inclusion – generates peace, innovation and progress.

In line with this, the co-operative model – by its very nature - is obviously a key stakeholder in achieving growth and sustainable development. Co-operative experiences represent a standard by which national or international governments or institutions should benchmark themselves. Every day and everywhere in the world, the co-operative movement provides concrete answers to people's problems.

This in part explains why UNESCO last year added the co-operative model to its list of intangible cultural heritage.

If our movement is a clear evidence of the power of people, it represents above all a life style for those who want to become the masters of their own destinies.

I hope that you and your members will enjoy the 2017 NFCA Annual Meeting!

Again, congratulations and best wishes to you all.

With warm regards,

A handwritten signature in black ink that reads "Charles W. Gould".

Charles Gould
Director-General

3. AGENDA

The Neighboring Food Co-op Association (NFCA) is a regional federation of food co-ops working together toward a shared vision of a thriving co-operative economy, rooted in a healthy, just and sustainable food system, and a vibrant community of co-operative enterprise.

Objective for the Day: To update members on our activities and progress on vision; engage in dialog on our commitment to diversity, inclusion and democracy; offer content that will contribute to our shared success; provide opportunities for relationship building among management, staff and board members, as well as with allied co-ops and organizations; and inspire attendees as we continue to grow the co-operative economy in our region and beyond. Participants will leave the gathering energized, with a stronger sense of community, an understanding of the resources and support we can provide to one another, and deeper sense of our vision of a thriving Co-operative Economy in our region and how we are working together to achieve shared success.

	Time	Min	Topic	Detail & Outcome	
1	9:30 – 9:45	15	Gather & Register	Attendees get acquainted and reacquainted.	
2	9:45 – 10:00	15	Settle In	We're all prepared to focus and get started on time.	
3	10:00 – 10:15	15	Welcome & Introductions	Welcome! Representatives from each co-op, organization and guests will be asked to stand.	
4	10:15 – 10:40	25	Board of Directors Report • Suzette Snow Cobb, President	NFCA President Suzette Snow Cobb will report on the past year from the perspective of the Board of Directors. There will be a Member Vote on a proposed amendment to the bylaws.	
5	10:40 – 11:00	20	Staff Report • Erbin Crowell, Executive Director • Bonnie Hudspeth, Membership & Outreach • Roger Noonan, President, NEFU	Staff will share with member co-ops highlights and accomplishments from the past year, and our priorities for 2017. Roger Noonan, President of the New England Farmers Union will give a legislative update. There will opportunity for Q & A on reporting before we move onto the keynote.	
7	11:00 – 12:00	60	The Next Half Century of Co-operation • Cornelius Blanding, Executive Director, Federation of Southern Co-ops / LAF	As the Federation of Southern Co-operatives celebrates its 50 th Anniversary, Blanding will reflect on the role of co-operation in movements for Civil Rights, Black land retention, and community empowerment, and opportunities for collaboration and solidarity in a new political environment.	
10	12:00 – 1:00	60	Lunch & Networking	Lunch provided by Greenfield Community College with dessert by Franklin Community Co-op and generous product donations of our partners.	
11	1:00 – 2:00	60	Peer to Peer Dialog See next page for Peer Networking Topics.	This time is set aside for peer-to-peer exchange on topics of interest that have been contributed by gathering participants. Each table will have a facilitator and note taker to record highlights.	
12	2:00 – 3:45	105	Afternoon Workshops Our afternoon workshops are designed to support the shared success of our member co-ops and our vision of a thriving co-operative economy in our region.		
			A. ACCESS, INCLUSION & PARTICIPATION: Building More Welcoming Co-ops (For Food Co-op Staff & Board Members) Location: Dining Commons This panel will explore opportunities and strategies across the food co-op structure — from membership, to the Board, and to operations — for building more welcoming stores, expanding diversity, inclusion and overall access to membership and participation. Discussion will include how we can learn from each other's approaches to engage and empower more people in our communities, expand membership and participation, and increase our impact and success. • Erbin Crowell, Executive Director, NFCA, Facilitator • Alexis Alexander, GreenStar Co-op Market • Terry Bowling, Eastern Corridor Development Manager, National Co-op Grocers • Patrice Lockert Anthony, Board President, GreenStar Co-op Market	B. EXPANSIONS & RESETS: Reaching More Customers (For Food Co-op Staff & Board Members) Location: C208 Multipurpose Room Panelists will share their observations on key factors for successful expansions and resets, especially in terms of Board / Management alignment, planning, and execution. Whether your food co-op is considering a new location or store improvement, or is in the process, this panel will offer opportunities for shared learning on how we can grow our food co-ops in a competitive environment. • Dami Odetola, Vice President, National Cooperative Bank, Facilitator • Julia Curry, Board President, City Market / Onion River Co-op • Alec Goodwin, Store Manager, McCusker's Co-op Market (Franklin Community Co-op) • Brandon Kane, General Manager, GreenStar Co-op Market • John Tashiro, General Manager, City Market / Onion River Co-op	C. FINANCIAL TOOLS FOR START-UPS (For Start-Up Staff and Steering Committee & Board Members) Location: N250 Humanities Studio This workshop will review some of the most important financial tools that every start-up food co-op needs. We will explore the Sources & Uses budget, financial pro formas, and market studies. The presentation will focus on how to understand these tools and use the information to strengthen your co-op's plans. • Stuart Reid, Executive Director, Food Co-op Initiative (FCI)
13	3:45 – 4:00	15	Board Elections Results & Appreciations • Joanne Todd, Election Committee Chair (Board, Willimantic Food Co-op, CT)	Joanne Todd, Election Committee Chair, will announce results of Board of Directors elections. We will share our appreciations for our outgoing Board Members. Please SAVE THE DATE for our next ANNUAL MEETING, SATURDAY 17th MARCH 2018	
14	4:00 – 4:15	15	Evaluation, Raffle Prizes! • Suzette Snow-Cobb, President	Your feedback is important to our planning of future gatherings — and completed evaluations will be entered for a raffle prize!	
15	4:15 – 4:30		Adjourn	The Artisan Beverage Co-operative Tasting room is open 4:00-6:00 PM. Stop in at 324 Wells Street, Greenfield, MA to sample their kombucha, Ginger Libation and meads.	

*The reality is that on the most basic level, systems that are inclusive are more resilient.
Systems that are exclusive and extractive are less resilient.*

Eric Liu, Executive Director of the Aspen Institute Citizenship & American Identity Program, on the TED Radio Hour (2016)

4. Peer Networking Tables

The NFCA was established in part to support peer networking and relationship building among the management and boards of directors of our member food co-ops, as well as allied co-ops and support organizations. Peer Networking Tables are an opportunity for dialog on topics of interest and to get to know your colleagues. We encourage people to split up and go to as many different tables as possible and bring information back to your co-op or organization. We also welcome your ideas for future topics.

Facilitators are asked to present their ideas, but also manage discussion in a manner that supports inclusive dialog, discussion and idea sharing. If your table does not have an assigned note taker, please consider volunteering at the beginning of your session to ensure that we can preserve highlights and identify potential topics for future discussion.

1. **50 Years of Co-operation: The Federation of Southern Co-ops.** Join Cornelius Blanding, Executive Director of the Federation of Southern Co-operatives, to continue the conversation on the history of the Federation, its plans moving forward, and potential of co-operative solidarity. (Host: Cornelius Blanding, Executive Director, Federation of Southern Co-operatives; Notetaker: Kay Litten, NFCA Board / Former Board Member, Co-op Food Stores / Hanover Consumer Co-operative Society)
2. **Strategies for a Competitive Marketplace.** Many of our member co-ops are finding themselves in new competitive environments, facing reduced sales growth and pressure from mainstream grocers offering similar products at lower prices. Join this discussion to share experiences, ideas, and effective strategies from across our region. (Host: Terry Bowling, Eastern Corridor Development Manager, NCG; Notetaker: Glenn Lower, General Manager, Middlebury Natural Foods Co-op)
3. **Meeting with Financiers: Make A Good Pitch!** Is your co-op gearing up to meet with economic development and/or financial organizations to help expand your co-op or get your start-up off the ground? How can you present an effective pitch about your business to financial organizations while communicating the co-op difference in a way traditional financiers can understand? (Hosts: Betsy Black, Cooperative Fund of New England, & Dami Odetola, National Co-op Bank; Notetaker: Joanne Todd, Board Member, Willimantic Food Co-op)
4. **Our Co-ops' Role in an Unstable Political Environment.** How can our co-ops play a more effective role (and spread the word about our role) as safe, welcoming spaces that serve as a space for organizing to create positive change in our communities? (Host: Chris Jacobson, Education & Outreach Coordinator, Upper Valley Food Co-op; Notetaker: Sue Miller, General Management Team, Upper Valley Food Co-op)
5. **Attract & Retain Great Board Members.** Your Board of Directors plays a key role in the governance of your food co-op. Come share ideas strategies for how our food co-ops attract and retain effective Board Members over time. (Host: Julia Curry, Board of Directors, City Market, Onion River Co-op; Notetaker: Kari Bradley, General Manager, Hunger Mountain Food Co-op)
6. **Legal Grab Bag.** Got a legal question or an issue that's giving you headaches? Bring it here to discuss with a national leader in the field of co-operative law, and share your ideas on key ways that the NFCA could facilitate legal support for member food co-ops as we support our shared success. (Host: David Swanson, Dorsey & Whitney LLP, Notetaker: David Durfee, General Manager, Wild Oats Co-op Market)
7. **"Healthy Food Access" Programs: What Have We Learned?** NFCA member co-ops have been using peer networking to launch new initiatives making healthy food and co-operative membership more accessible to people on limited incomes. After 11 NFCA co-ops rolled out needs based discount programs in the last few years, we've gathered highlights, lessons learned, and future plans. Come hear what we've learned and discuss your co-op's plans for rolling out or expanding various healthy food access programs. (Host: Faye Conte, City Market, Onion River Co-op / Hunger Free Vermont; Notetaker: Ryan Dwyer, NFCA Intern)
8. **Messaging & Framing to Better Engage Your Members.** Learn effective messaging and outreach strategies to help build co-op membership and increase participation among your members and the wider community. (Host: Emerald Levick, Marketing & Membership Manager, Monadnock Food Co-op; Notetaker: Michael Wells, Board President, Putney Food Co-op)
9. **Start-up Board Roles & Board Budgets.** Discuss and clarify the role of your start-up Board (and how this role differs from established co-op Boards) and some basic board tools such as budgets. (Host: Stuart Reid, Executive Director, Food Co-op Initiative (FCI), Notetaker: Michael Lichtenstein, NFCA Intern)
10. **Food System Advocacy in a New Political Environment.** What are the implications of the new administration for local food system development? How can your food co-op help your local growers and suppliers deal with Food Safety Modernization Act (FSMA) requirements? How can farmers and consumers work together to strengthen the voice of Northeast agriculture in DC? (Host: Roger Noonan, President, New England Farmers Union; Notetaker: Suzette Snow-Cobb)
11. **Co-operative Management Education.** Learn more about Saint Mary's University's Co-operative Management Education programs, including its online Diploma and Master of Management options, as well as executive education and study tours. Join to plan career growth and HR development. (Host: Erin Hancock, Saint Mary's University; Notetaker: Matt Desmond, NFCA Intern)

The sign of vitality is not to last but to be reborn and to adapt.

Don Jose Maria Arizmendi, father of the Mondragón co-operative movement in Spain.

5. President's Welcome

Dear Co-operators,

The NFCA Board of Directors looks forward to welcoming you to our 6th Annual General Meeting in Greenfield, MA. We are eager to connect with our regional members and welcome new members, attendees and guests.

Each year we have been fortunate to have inspiring and relevant presenters and speakers at our gatherings. This year is no exception as we welcome Cornelius Blanding, Executive Director of the Federation of Southern Co-operatives, as our keynote. We are looking forward to hearing the inspiring story of the Federation as they celebrate 50 years of empowering people across the Southeast through co-operation, and exploring ways that we can work together in solidarity in the future. Blanding will help set the tone for an inspiring day of peer networking, workshops and presentations designed to support the shared success of our member food co-ops and start-ups.

As usual, there will also be reports on the current state and future plans of NFCA and we'll have opportunities to learn from each other, formally and informally, throughout the day. As you know from experience with your own co-op, organizing an Annual Meeting — a gathering of members to reflect on the year's work, offer peer support, and look to future endeavors — doesn't happen overnight. We are fortunate to have thoughtful, creative, experienced, and dedicated staff who have worked to plan and carry out our annual meeting. The board would like to thank Erbin and Bonnie for their work that has gone into the Annual Meeting as well as their ever-consistent work throughout the year. We also thank our event sponsors who have generously supported our event.

Back in the mid 2000's it was hard for us to imagine what our economic, community, and political landscape would be like in 10 years. But what we did know was that by working together we would have a better chance at survival and success with whatever challenges presented themselves. We have grown a lot in a decade, and are very fortunate to have two amazing staff working on our behalf. We are fortunate to have engaged member co-ops and partner organizations active in the ongoing work of improve the lives of all in our region. We look forward to continued opportunities in building our "thriving regional co-operative economy"!

On behalf of the whole membership, I also want to thank our Board Members for their time and good work over this past year. A special thank you to our board members who are stepping down this year. Glenn Lower and Kay Litten, whose leadership and championing of NFCA has been inspirational and immensely beneficial to NFCA's growth and success, will be greatly missed on our Board.

The contact information for your current Board of Directors is listed below. Please feel free to reach out to any of your representatives, or Erbin or Bonnie, about anything related to NFCA.

See you soon in Greenfield!

In Co-operation,



**Suzette Snow-Cobb, President
Marketing & Membership Manager, Franklin Community Co-op**

Neighboring Food Co-op Association Board of Directors

- Suzette Snow Cobb (2016-17), President // Marketing & Membership Mgr, Franklin Community Co-op, MA // suzette@franklincommunity.coop
- Glenn Lower (2015-16), Vice President // General Manager, Middlebury Natural Foods Co-op, VT // gm@middleburycoop.com
- Kari Bradley (2015-16), Secretary // General Manager, Hunger Mountain Co-op, VT // karib@hungermountain.coop
- Joanne Todd (2016-17), Treasurer // Board of Directors, Willimantic Food Co-op, CT // joanne@nefamily.coop
- Faye Conte (2015-16) // Board of Directors, City Market / Onion River Co-op, VT // fconte@hungerfreevt.org
- David Durfee (2016-17) // General Manager, Wild Oats Co-op Market, MA // gm@wildoats.coop
- Kay Litten (2016-17), Former Board Member // Co-op Food Stores, NH & VT // kay.litten@gmail.com
- Sue Miller (2015-16) // General Manager, Upper Valley Food Co-op, VT // sue@uppervalleyfood.coop
- Michael Wells (2015-16) // Board of Directors, Putney Food Co-op, VT // wellsvt@gmail.com

6. STAFF REPORT

Fellow Co-operators, Partners & Guests,

We're looking forward to seeing you all as we gather for our Sixth Annual Meeting, at Greenfield Community College in Greenfield, MA. As always, we have worked to put together a day of presentations, workshops, and opportunities for networking that we hope will leave you inspired and energized. As we work to support the success of our member food co-ops, our gatherings are important opportunities for our community of co-operators to connect, share tools and ideas, and build relationships.

This Annual Meeting feels particularly important, as the work of our co-ops seems more important than ever. Whatever our individual political perspectives, it is clear that the level of disillusionment, division and despair in our country has reached a new level. For so many, business as usual is not working: they see lost jobs, decaying infrastructure, and diminished opportunity, and they want to see change. In this situation, it can be tempting to blame others, to build walls, and give in to cynicism. At the same time, we are seeing inspiring examples of collaboration, mutual self-help and solidarity as people come together to find our way toward a more just, equitable, and sustainable society.

The NFCA Board of Directors and Staff felt that this is an important time for us to make a **statement on our commitment to diversity, inclusion, and democracy** (see back cover). While we believe that it is important to remain open to diverse points of view, we take seriously the International Co-operative Alliance's assertion that "political neutrality is not the same as political indifference."¹ It is important for us to speak up for our values and principles, and offer an alternative built on honoring diversity, encouraging collaboration, and empowering people to build healthier, more just and sustainable communities through successful, member-owned enterprises.

Historically, co-ops have played a key role at times like these, serving as islands of stability, places to build human connections, and living examples of what we can accomplish when we work together. The question for us now is what we will do in our time. At a time of doubt when people are looking for economic solutions that are rooted in and accountable to their communities, co-ops have a unique legacy to build on and an opportunity to continue to lead.

Our Keynote Speaker

In this context, we are particularly honored and to welcome **Cornelius Blanding**, Executive Director of the Federation of Southern Co-operatives / Land Assistance Fund, as his organization celebrates 50 years of empowering African Americans and rural communities in the Southeast through co-operative organizing. Founded in 1967, the Federation is often described as the economic arm of the Civil Rights movement, working to secure land, wealth, and livelihoods as keys to rural economic security and development.



Cornelius Blanding began his career in development work as an economic development intern for the City of Miami Beach and since then has gained a broad experience base including rural, international and co-operative economic development. He has worked as a small business development & management consultant, manager of a multimillion dollar revolving loan fund, domestic and international project director, Director of Field Operations & Special Projects, Deputy Director, and is now presently serving as the Executive Director of the Federation of Southern Cooperatives/Land Assistance Fund. Cornelius has also served and continues to serve on various boards and committees, including the Agricultural Safety & Health Council of America, Southeast Climate Consortium and the Presbyterian Committee on the Self Development of People, and National Cooperative Business Association / CLUSA International.

In his keynote, Cornelius will present some of the important history of the Federation, its vision moving forward, and his thoughts on how our co-ops can work together in solidarity as we work together to build a more just future.

Report on 2016 Priorities

Every fall, the NFCA Board of Directors holds an annual retreat with Staff to review our progress, reflect on feedback from our members, and consider the evolving landscape. Based on these discussions, Staff then propose priorities for the coming year within the context of our mission of leveraging the resources, purchasing power, experience and creative innovation of our members, other co-operative enterprises, and organizational partners to support the shared success of our food co-ops, advance our vision, and grow of the co-operative economy. These are then presented to members for feedback.

¹ International Co-operative Alliance, "Guidance Notes to the Co-operative Principles" (2015:12)

In 2016, we proposed to focus on a few key priorities where we believed we could have an impact, advancing our vision and laying the groundwork for the future:

- **Peer Networking & Collaboration.** In 2016, we focused our energy on hosting the **60th Annual CCMA** with our local members Franklin Community Co-op and River Valley Co-op, welcoming 420 leaders from over 100 food co-ops across the U.S. to UMASS Amherst — the first time that CCMA had been held in New England in over 15 years. We also worked with our partners at Food Co-op Initiative (FCI) to organize our first **New England Start-up Workshop Day**, hosted by Monadnock Food Co-op in Keene, NH. Over 40 start-up organizers representing 14 start-ups attended with 100% of participants agreeing that they learned things to bring back and implement at their start-ups.
- **Marketing & Education.** We continued our collaboration with the Department of Economics at the University of Massachusetts, Amherst, and the Valley Alliance of Worker Co-ops to develop a **Certificate in Applied Research in Co-operative Enterprises** as part of our effort to demonstrate the relevance of the co-operative movement to higher learning and reach the next generation of co-operators. In 2016, the NFCA hosted four interns from the certificate program, exploring food co-op economic impact, Healthy Food Access, and strategies for start-ups. Some of these students also participated in our Annual Meeting and played a key role in our successful hosting of CCMA, where one of them shared a summary of the NFCA's updated impact data that they helped research. In addition, Erbin's course, "**ECON105: Introduction to the Co-operative Movement**," offered through the Department of Economics, was over-registered again, with 150 students enrolled.
- **Regional Sourcing.** In 2016, we worked to ensure that our new collaboration with Associated Buyers was sustainable, generated income for the NFCA, and added value for our member co-ops. While we ended up delaying our planned hiring of part-time staff due anticipated income not coming through as expected and our smaller member co-ops did not pick up on Associated Buyers affordable natural products as hoped, we are very happy with the successful relaunch of **Farm to Freezer**, our exclusive line of Northeast grown and processed frozen fruits and vegetables. As we completed the first full year since the relaunch of these products, we are excited to report that our member co-ops purchased more than 15,500 units — or over 11,600 pounds — of frozen regional produce over the course of the year.
- **Organizational Development.** With the goal of engaging more food co-ops in our region and supporting long term financial sustainability, we opened our membership area to food co-ops in Maine and eastern New York State in 2016, welcoming **Good Tern Food Co-op (ME)**, **GreenStar Co-op Market (NY)**, and **Portland Food Co-op (ME)**. We also worked to maintain our alignment with NCG through regular communication with Terry Bowling, Eastern Corridor Development Manager, as our organization work to support the success of food co-ops in the Northeast.

Of course, the above priorities are just part of the work we do together, and we want to take this opportunity to share some of the other highlights from the past year. For example, at our **Annual Meeting** in 2016, the NFCA celebrated five years since our incorporation, and we invited members to reflect on our progress in relation to the vision laid out by the Middlebury Manifesto. Our founding member co-ops established the NFCA in large part to provide opportunities for regional collaboration, and our Annual Meetings provide opportunities for shared learning, networking, and connecting with the wider movements that we are part of. Judy Ziewacz, President & CEO of the National Cooperative Business / CLUSA International (NCBA CLUSA), served as our keynote, sharing her organization's vision for "The Next 100 Years of Co-operation in the U.S." Table topics invited attendees to engage in further dialog on issues identified by members, and afternoon workshops focused on creating alignment among Board Members & Management, and planning successful capital campaigns. We concluded the day by awarding Terry Appleby, long time General Manager at Co-op Food Stores (Hanover Consumer Co-op) with the second annual Neighboring Co-operator of the Year award.

We were very excited to host the **60th Annual CCMA**, the Consumer Co-operative Management Association conference for food co-ops, with our local members Franklin Community Co-op and River Valley Co-op. It was an important opportunity to enable more people from our region to participate, access resources, network, and to share our collective work with the national food co-op community. We wanted to make sure it was the most successful, engaging and inspiring gathering that it could be.



For six months, we worked closely with NCBA CLUSA to organize the event, with Erbin chairing the Planning Committee and Bonnie the Local Host Committee. We integrated input and feedback from the national food co-op community, as well as vital dialogs from the previous year's conference in Boise, Idaho, to create a compelling program. Organized around the theme, "Disrupting the Future: Co-operative Food & the Next Generation," the conference offered an opportunity for food co-op board members, staff, and organizational partners to share ideas, explore issues of diversity and inclusion, and develop strategies for operational excellence. Events kicked off with tours that showcased the vibrant food system and co-operative community-of our region, organized by Adam Trott and our partners at the Valley Alliance of Worker Co-ops.

Keynote for the conference was **Shirley Sherrod**, Executive Director of the Southwest Georgia Project for Community Education, Inc., and Vice President of Development for New Communities, Inc., an organization she and her husband established in the 1960s. Sherrod went on to work for the Federation of Southern Co-operatives to help black farmers retain their land and served as Georgia State Director of Rural Development for the U.S. Department of Agriculture. Sherrod focused on opportunities within the food co-op industry to address diversity in a positive and effective way: "We all bring something to the table, and we lose something when we do not bring other people to the table," said Sherrod. "You have to be intentional about diversity, and once you have made the decision to look outside of your co-op and address the situation in your community, you cannot give up."

A quarter of CCMA's attendees were representatives from NFCA Member Food Co-ops and start-ups. NFCA staff, Board Members and representatives of member co-ops were well represented in workshops and on panels, and Executive Director Erbin Crowell served as MC. Overall, our hosting of the conference was deemed a great success and evaluations were overwhelmingly positive.

In our work supporting successful start-ups, which currently make up about a third of our membership, Food Co-op Initiative (FCI) has continued to be a key partner. In 2016, we worked closely to expand our outreach, including site visits to Amherst Community Co-op (MA), Assabet Village Food Co-op (MA), and Dorchester Community Food Co-op (MA). Jacqueline Hannah of FCI participates in our monthly **coordinated start-up calls**, which bring together start-ups based on similar development stage for peer learning and support, as well as expertise from FCI and the NFCA. And in May, we worked together to organize NFCA's first **New England Start-up Workshop Day**, hosted by Monadnock Food Co-op in Keene, NH. Jacqueline Hannah, Food Co-op Development Specialist with FCI, shared, "The NFCA is doing some of the best regional work in the nation right now to support food co-op startups through peer learning and sharing of resources. There is a unique level of peer startup information sharing and networking happening in the Northeast, and it's clear that the direct support of mature co-ops through mentorship and their membership in NFCA are playing a huge role in this."



The NFCA's peer training events are designed to bring together people from our Neighboring Food Co-ops for shared learning and support by providing valuable information for addressing challenges and sharing innovations and case studies, while creating ongoing networking and peer support opportunities. In September, we worked with Hunger Mountain Co-op to host NFCA's first **Peer HR Department Training**. More than 20 HR/Finance staff from 15 NFCA member co-ops from across New England attended the event. "Thank you for such a great Peer HR Training. [We] got so much out of it and are using much of what we heard to improve our HR systems already," said Lucy Georgeff, Finance Manager and HR Coordinator for Springfield Co-op (VT). The day included presentations from NFCA and HR staff, Show and Tell and concluded with a store tour of Hunger Mountain Co-op led by General Manager Kari Bradley.

In collaboration with our partners at the New England Farmers Union Educational Foundation (NEFUEF), we completed two **grant projects supporting co-operative development**. A grant from the Community Foundation of Western Massachusetts provided resources for education, outreach, and legal and organizational support for co-ops including member start-up Amherst Community Co-op (MA). In Connecticut, a USDA Rural Business Enterprise Grant supported technical assistance to people interested in forming co-ops, the development of Healthy Food Access programming at Fiddleheads Natural Foods Co-op, and legal support for Willimantic Food Co-op as they explored offering patronage dividends to members. We also worked with legal counsel at Dorsey & Whitney, LLP to analyze some of the obstacles to co-op development presented by state statutes and developed recommendations for their updating. Erbin continues to serve as Vice President of NEFU, and we have worked closely with them in particular on providing support to small farmers facing new regulations under the Food Safety Modernization Act (FSMA).

NEFU has also been a key supporter of our **Healthy Food Access** work, representing our shared commitment to co-operative enterprise and to ensuring that healthy food from local producers is accessible to consumers in our region. In partnership with Hunger Free Vermont (HFVT) and the Cooperative Fund of New England (CFNE), where Bonnie serves on the Board of Trustees, we continued to develop and expand this programming, helping member co-ops address food insecurity by increasing access to healthy food and co-op membership, and raising the profile of our members as key partners in strengthening food security. Our priority in 2016 was assessing the progress and success of healthy food access programs among our member food co-ops, exploring how we can best support members to evaluate and improve programs to make healthy food and co-op member-ownership more accessible to low-income community members, and increase recognition of the role our food co-ops have in food security in our region. With partners, we designed a 2016 Healthy Food Access survey, and 14 food co-ops (11 with needs-based discount programs) completed the survey.

In the area of **Regional Sourcing**, our overall goal is to use our shared purchasing power to create pilot projects that demonstrate the potential of our association in increasing opportunities for accessing regional products and strengthening the competitive advantage of our members. A cornerstone of this work has been Farm to Freezer, our exclusive line of

Northeast grown and processed frozen fruits and vegetables, but the challenge has always been distribution. After a pilot period, we suspended the program as we worked to find a solution.

In late 2015, we established an agreement with Associated Buyers and began working on the **relaunch of the Farm to Freezer project**, taking on all of the planning, coordination of co-packing, and details such insurance. In dialog with frozen buyers at our member co-ops, we added organic edamame to our existing a line of blueberries, organic green beans, organic broccoli, and non-GMO sweet corn, and established volume projections for a twelve-month supply of product. Key to making the project work was the fact that we had built up sufficient resources to fund the project, and Associated Buyers' agreement to purchase, store, and distribute these products exclusively to our member co-ops.

From Farm to Freezer

Northeast Grown SWEET CORN
Grown by Family Farmers in the Northeast
and packed by your Neighboring Food Co-ops
To learn more, visit www.NFCA.coop/FarmToFreezer

ORGANIC GREEN BEANS
Grown by Family Farmers in the Northeast
and packed by your Neighboring Food Co-ops
To learn more, visit www.NFCA.coop/FarmToFreezer

Enjoy the Bounty of Northeast Family Farms, All Year 'Round!

The growing season in the Northeast may be short, but you can enjoy the bounty of our harvest season — including delicious frozen Blueberries, Organic Broccoli, Organic Edamame, Organic Green Beans, and non-GMO Sweet Corn — all year 'round.

Available Exclusively at Your Neighboring Food Co-ops across the Northeast!

To find a member co-op near you, visit www.NFCA.coop/Members

THE NEIGHBORING FOOD CO-OP ASSOCIATION /Neighboring @NeighborCoops www.NFCA.coop/FarmToFreezer

GO COOP

At the end of 2016, we completed our first full year of the relaunch and are excited to report that our member co-ops purchased more than 15,500 units — or over 11,600 pounds — of frozen regional produce over the course of the year. While sales of some products were well short of member co-op projections, others were basically on target. We also need to acknowledge that this project remains unique in its scale, impact and sustainability, extending the marketing season for farmers in our region and competing successfully with products with a much lower price point and that are sourced from far outside the Northeast. Because these products are available only at member co-ops, they represent an opportunity to set ourselves apart in the marketplace as food system innovators.

Logistics for Farm to Freezer are challenging, especially because we need to purchase sufficient product during the harvest season to ensure that we do not run out until the next one. Last summer, we developed projections based on past sales and have secured product to get us to late summer 2017. We want to thank our member co-ops for their support of this project and ask that you continue to make a priority of promoting these products and offering feedback on how we can make the project work better for you. Together, we are building a more vibrant and sustainable regional food system and supporting our success in a competitive marketplace.

The NFCA's **"Cave to Co-op"** program is a partnership with distributor Provisions International and local artisan cheese makers offering a specially priced cheese to member food co-ops each month. The products

are supported with signage, promotional materials such as newsletter and website content, and social media. In 2016, member co-ops purchased 6,935 pounds of cheese through the program — an increase of 560 pounds over 2015 purchases of 6,375 pounds. While this program does not generate income for the NFCA and is limited in its distribution area, it has been effective in terms of raising awareness of our local cheesemakers and offering food co-op shoppers a great price on delicious artisan cheeses.

Central to our **Marketing & Education** efforts is measuring and communicating our shared impact, and engaging educational institutions and the next generation of co-operators. In 2016, we focused on updating **member food co-op statistics**, building on the study that we originally commissioned in 2008, and continuing to develop the undergraduate Certificate in Applied Economic Research on Co-operative Enterprises at the Department of Economics at the University of Massachusetts, Amherst, in collaboration with the Valley Alliance of Worker Co-ops.

For the past four years, Erbin has served as adjunct lecturer at UMASS Amherst as part of our effort to integrate co-ops into institutions of higher learning in our region and engage the next generation. His course, **"ECON105: Introduction to the Co-operative Movement,"** offered through the Department of Economics, was over-registered again in 2016, with 150 students enrolled. The NFCA hosted four interns from the certificate program, exploring food co-op economic impact, Healthy Food Access, and strategies for start-ups. Some of these interns also participated in our Annual Meeting and played a key role in our successful hosting of CCMA, where one of them shared a summary of the NFCA's updated impact data that they had helped us collect.

At CCMA, we also rolled out a **new logo**, developed in collaboration with Todd Taylor, Branding Manager at City Market, Onion River Co-op, that is clearer, more flexible, and better communicates our community of Neighboring Food Co-ops. Throughout the year, we began to integrate this logo into our regional advertising in the Natural Famer, Green Living Journal, and conference sponsorships including the Slow Living Summit, Northeast Organic Farming Association (NOFA) Winter Conferences, and the NOFA Summer Conference. These ads focused on promoting Farm to Freezer and increasing awareness of the number and geographically spread of member food co-ops in the Northeast.

As part of our effort to help member co-ops tell their stories and link up with the wider co-operative movement, we developed materials such as a customizable press release for the **International Day of Co-ops** in July, focused on our co-op's contribution to the theme of "The Power to Act for A Sustainable Future." We also developed customized materials building on NCBA CLUSA's theme for **Co-op Month** in October, which invited co-ops to complete the phrase "Co-ops Build..." Member co-ops received a packet of materials to help them celebrate and engage their customers, including a press release, buttons, bumperstickers, taking points for front end staff, and "Go Co-op" materials to promote co-op suppliers on the shelves and communicate our shared impact. We were particularly excited to secure resolutions from VT Governor Peter Shumlin and, in collaboration with the Valley Co-operative Business Association, MA Governor Charlie Baker, declaring October Co-op Month and recognizing the impact of co-ops on their state's economies. And on PBS, the Visionaries documentary "**In the Spirit of Co-operation**" was released, celebrating NCBA CLUSA 100th anniversary and featuring Erbin as host for a segment on co-ops in Western Massachusetts including Real Pickles.



The NFCA also worked to spread the word at **regional conferences** such as the Slow Living Summit, NOFA State Chapter Winter Conferences, and the regional NOFA Summer Conference where we curate an all-day track of workshops on co-ops and the food system in collaboration with partners including the Cooperative Fund of New England, New England Farmers Union, Real Pickles Co-op, and Valley Alliance of Worker Co-ops.

In terms of the NFCA's **Organizational Development**, our overall goals have been to create a self-sustaining association with sufficient resources and staffing to fulfill our mission of supporting the shared success of our member co-ops. A central strategy in this effort is organizational partnerships that can help us to maximize our impact on the food system, economy and policy, collaborating with partners who share our vision and priorities.

In 2016, we welcomed **Good Tern Co-op** (Rockland, ME), **GreenStar Co-op Markets** (Ithaca, NY), and **Portland Food Co-op** (Portland, ME) as new members. Unfortunately, we also saw the closing of St. J Food Co-op (St. Johnsbury, VT) and the ending of the Southshire Community Market's efforts to open a retail food co-op in Bennington, VT. As a result, the NFCA included 26 food co-ops and 11 start-up initiatives at the end of the year.

As part of our effort to provide a stable, sustainable base for operations and ensure that we are member-driven as a co-operative of food co-ops, we rely on member dues as our primary source of income. We are thankful to our members for their commitment to the continuing support and development of our association. At the same time, we work to access supplemental sources of income to support our work, increase our impact, and ensure long term sustainability. In 2016, income was supplemented by product sales, sponsorships and program support from partner organizations, and grants for technical assistance aligned with organizational priorities and shared goals.

The NFCA began in part as an interest group organized by members of the Eastern Corridor of National Co-op Grocers (NCG), which played a key role in supporting our early organizing. We have been excited to continue this collaboration with Terry Bowling, NCG Eastern Corridor Development Manager, who has been a regular attendee and contributor to our gatherings. We are also pleased to have an additional linkage with NCG in the election of Robyn O'Brien, Putney Food Co-op General Manager and founding Director of the NFCA Board, to the NCG Board of Directors.

As an organization, we have had an ongoing goal of an annual net income of \$5,000 - \$10,000. Over the past six years, we have averaged \$13,000 in annual net income and ended 2016 with a net income of \$7,280, a little over our budget of \$5,000. As a result, our total equity topped \$80,000 as of the end of 2016.

2017 Priorities & Budget

In the fall of 2016, the NFCA Board of Directors held their annual retreat with Staff at Co-op Food Stores in Hanover, NH, to review feedback from our members, consider the evolving landscape, and develop goals for the coming year. Two central priorities that emerged were strengthening the sustainability of our federation by expanding our membership base, and supporting our efforts on regional sourcing and by bringing on part-time staff.

We continue to see value in aligning our goals around the International Co-operative Alliance's (ICA) "Blueprint for a Co-operative Decade" and its priorities of participation, sustainability, identity, legal frameworks, and capital, which ends in 2020. The role of the co-operative movement in the United Nations Sustainable Development Goals, which aim to "end poverty, protect the planet, and ensure prosperity for all by 2030." We will continue to channel our through efforts through key priority areas of Organizational Development, Marketing & Education, Member Engagement & Peer Collaboration, and Regional Sourcing:

- Our overall goal in **Organizational Development** is to create a self-sustaining association with sufficient resources and staffing to fulfill our mission. In 2017 will invest in expanding our membership base, with the goal of bringing on 5 new member co-ops in 2017. We will also continue to build connections and alignment with NCG

with the goal of supporting our shared success, the success of our shared member food co-ops, and supporting a path toward NCG membership for those that are not yet members.

- In the area of **Marketing and Education** — “Telling our Story” — our focus is on immediate opportunities to make the NFCA and our member co-ops a presence in our region through advertising, press, outreach at events, and social media. We will work to integrate our new logo and identity across our marketing and messaging, including an overhaul of our website and programs such as “Go Co-op,” and work to develop our internship program in collaboration with the Valley Alliance of Worker Co-ops and the UMASS Department of Economics.
- In terms of **Member Engagement & Peer Networking**, we work to engage our members in our shared impact and progress toward our vision, facilitate peer to peer collaboration in areas aligned with this vision, and contribute to the mutual success of our member co-ops, our association and the wider co-operative movement. This year we will continue to formalize peer networking activities, including our Annual Meeting, a Start-Up Gathering and meeting of Finance Managers, and explore how we can make this programming more self-sustaining by seeking out sponsorship support. As part of our effort to add value for our member co-ops, we will work with CDS Consulting Co-op to co-host the Co-op Café this fall.
- Our goal in **Regional Sourcing** is to use our shared purchasing power to create sourcing projects that demonstrate the potential of our association for increasing opportunities for accessing regional products that strengthen the competitive advantage of our members. In 2017, we will work to make our distribution partnership with Associated Buyers sustainable over time, supporting mutual success and providing benefits to our member co-ops. Toward this end, we will bring on part-time staff to help promote existing sourcing projects among our member co-ops, and exploring new opportunities.

We welcome your feedback on our priorities as we work toward our vision of a thriving co-operative economy, rooted in a healthy, just and sustainable food system, and a vibrant community of co-operative enterprise.

THANK YOU!

As always, we want to thank our member food co-ops for their commitment to and support of their co-op of co-ops, the NFCA, and for taking this day to join with their Neighboring Co-operators and partners from across our region. We especially want to thank our members and guests who have stepped up to sharing their ideas and experiences on our panels, workshops and peer networking tables, and contributing their effort to our peer networking tables. Staff also want to express our sincere thanks to our Board of Directors for their continuing support, feedback, and guidance.

Special thanks to our sponsors, and especially to **CoBank, Dorsey & Whitney LLP, Associated Buyers, CUNA Mutual, NCB and NEFU**, for their generous support of our Sixth Annual Meeting, and to all of our partners in the co-operative community that have provided sponsorship, food and other assistance. Rather than list them all here, we'd like to direct you to page 2 of this packet and encourage you to learn more about them.

Finally, please mark your calendars now for these important events coming up in 2017:

- **NFCA Regional Start-Up Training, Saturday 6th May 2017.** Start-Ups: Please mark your calendars now for this day of workshops and networking, in collaboration with FCI and hosted by Monadnock Food Co-op, Keene, NH.
- **Finance Department Peer Network Training, Date TBA.** Please ask your Finance Department staff to contact Bonnie for more information on this Peer Network Training for Finance Department staff.
- **CDS Co-op Café, Saturday 4th Nov 2017.** The NFCA is co-hosting CDS Consulting Co-op's "Co-op Café" in Keene, NH, this year, with theme of "Co-op Impact! Co-op Participation!"
- **NFCA Seventh Annual Meeting, 17th March 2018.** Moving forward, we are planning to set our Annual Meetings for the third Saturday in March. Please mark your calendar and plan to join us in 2018!

We're looking forward to seeing you all in Greenfield. In the meantime, please feel free to be in touch with any questions or feedback in advance of our Annual Meeting.

In Co-operation,



Erbin Crowell, Executive Director
erbin@nfca.coop



Bonnie Hudspeth, Member Programs Manager
bonnie@nfca.coop

9. Proposed Amendment to the NFCA Bylaws

At our Annual Meeting, the NFCA Board of Directors will present for a vote of the Membership the following amendment to the Bylaws increasing the term of service on the Board of Directors from two years to three years. It is the perspective of the Board of Directors that this change would provide for more consistency and stability of leadership in that only 1/3 of the Board of Directors would be up for election each year, rather than 50% or more.

The proposed change in wording to the relevant section of the Bylaws is as follows:

- 6.3 **Election; Number; Qualification; Term of Office.** From and after the term of the Initial Board, the Board of Directors that shall be elected by Members at the Annual Meeting as provided in this Section 7.3. The number of Directors shall be not less than six nor more than nine, and from time to time, upon a majority vote of the members of the Board of Directors, the number of Directors may be increased or decreased within that range. The term of each Director shall be **two three** years, except that in the initial election, the Board of Directors may provide for staggered terms so that approximately an equal number of Director positions become vacant each year. Each Director shall hold office until such Director's successor shall have been elected at the conclusion of the term of office of such Director, or until the earlier death, resignation, removal or disqualification of such Director.

This call for a vote of the Membership in keeping with Article 10 of the Bylaws which state that:

- 10.1 These Bylaws may be amended by an instrument in writing signed by all of the Member Co-ops or as provided by the Act (Massachusetts General Laws, Ch. 157: Co-operative Corporations) or by a vote of two-thirds (2/3) of the Member Co-ops present at an annual or special meeting. No course of dealing between the parties will modify, amend, waive or terminate any provision of these Bylaws or any rights or obligations of any party under or by reason of these Bylaws.

For a Vote of the Members, our Bylaws require the following:

7.3 **Meetings of Members.**

...

- (b) Each Individual Member Co-op may be represented at a Meeting of Members by up to three (3) representatives including one (1) to two (2) designated managers or duly appointed staff members in the employ of the Member Co-op and one (1) to two (2) duly elected members of the Member Co-op's Board of Directors.
- (c) Each Individual Member Co-op will have one vote on each matter submitted to a vote of the Members, and all such matters shall be determined by a majority of the total voting power entitled to vote on the matter. Action required or permitted by the Act to be taken at a meeting of the Members may be taken without a meeting if such action is evidenced by one or more written consents describing the action taken, signed by all of the Members entitled to vote thereon. Associate Members and Affiliated Organizations are not eligible to vote on any matter before the Member Co-ops.
- (d) In any vote of the Members, (i) each Member Co-op shall be represented by a person designated by the Member Co-op pursuant to procedures adopted by the Board of Directors, and the (ii) the Board of Directors may authorize or require Member Co-ops to vote by mail ballot or by proxy according to reasonable procedures established by the Board of Directors.

Voting Procedure

At the 2017 Annual General Meeting of the Members, a representative of each Member Co-op will be provided a card to give to your Designated Voter as determined by your Representatives. At the time of the vote, we will ask your Designated Voter to raise their card to be counted when the vote is called for either "Yes / Approve," "No / Reject," or "Abstain".

If you have any questions or your Co-op would like a copy of the complete Bylaws, please contact NFCA Executive Director Erbin Crowell at erbin@nfca.coop.

Co-operation amongst co-operatives is fundamental to creating an economy in which the production and distribution of goods and services is undertaken in the spirit of mutual self-help and in the best interests of all the communities co-operatives serve.

International Co-operative Alliance, Guidance Notes to the Co-operative Principles (2015:77)

10. About the NFCA Flyer



Your Neighboring Food Co-ops: Locally Owned by More Than 100,000 People Like You!

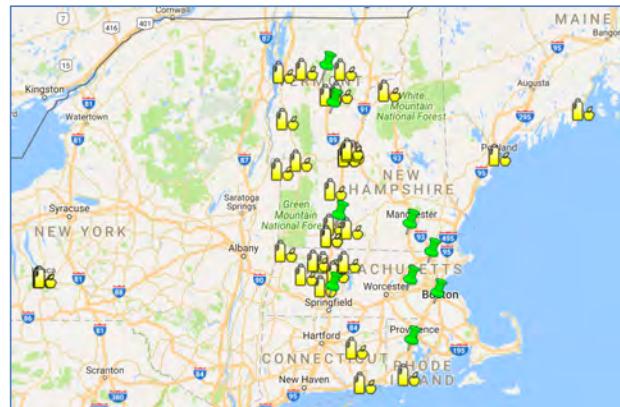
The Neighboring Food Co-op Association (NFCA) is a federation of food co-ops that are working together toward a shared vision of a thriving co-operative economy, rooted in a healthy, just and sustainable regional food system and a vibrant community of co-operative enterprise. Everyone is welcome to shop and encouraged to join!

Who We Are

The NFCA includes more than **35 food co-ops and start-ups** **New England and New York** (see map or visit www.nfca.coop/members).

Our co-ops are member-owned, democratically governed grocery stores ranging from large, multiple storefront retailers to small rural community markets and start-up initiatives. **The majority of our member co-ops have been in operation for more than 30 years**, with a new wave of food co-ops opening their doors in just the past few years.

Food co-ops have also been innovators in the food system, and pioneers in the development of **natural, organic, local and fairly traded products** in our region, across the country and around the world.



Shared Economic Impact

The NFCA includes more than 35 food co-ops and start-up initiatives that...

- Are locally owned by more than 107,000 members,
- Generate annual revenue of \$260 million,
- Purchase more than \$50 million from local producers, and
- Employ over 1,800 people, paying annual wages of over \$41.5 million.

An independent study completed in 2008, when the NFCA included just 17 co-ops, found that member food co-ops already had a significant impact on employment in our region. For example:

- The average wage was 18% higher for food co-op staff when compared with employees of food and beverage stores in the same states.
- Food co-ops had lower staff turnover (36%) when compared to supermarkets (59%) and more staff employed fulltime (62% compared to 43% in supermarkets).
- Taken together, member food co-ops in Vermont were among the top 25 employers in the state.

What We're Doing

The NFCA facilitates collaboration among our member co-ops for shared business success, communicates the impact of food co-ops on the food system, promotes co-operative enterprise as a more sustainable business model, and partners with likeminded organizations to advance our vision of a thriving co-operative economy.

Special initiatives include **Healthy Food Access**, facilitating access to healthy food and membership for underserved communities, and innovative **Regional Sourcing** projects that seek to support our business success and increase our impact on the food system (nfca.coop/projects).

Following on the momentum of the UN International Year of Co-operatives in 2012, we are working to promote the International Co-operative Alliance's vision for a **Co-operative Decade** in which co-ops becoming the fastest growing business model by 2020 (nfca.coop/decade), and support the contribution of the international co-operative movement to the United Nations' Sustainable Development Goals (ica.coop/en/sustainable-development-goals).

Toward these ends, our **Go Co-op!** initiative educates consumers about co-ops and offers ways to be more involved in the co-operative movement (nfca.coop/go).



The Neighboring Food Co-op Association
PO Box 93, Shelburne Falls, MA 01370
c: 401-419-0381 // f: 413-625-3061
e: info@nfca.coop // w: www.nfca.coop



Collaboration & Networks

Providing a space for collaboration and mutual support among member co-ops and start-ups is central to the work of the NFCA. Our member gatherings bring together board members and staff for opportunities to network, share skills and interact with organizational partners. Special initiatives and departmental peer networking events build community and a support system for food co-op staff and board members. We also work to support the success of our member co-ops in collaboration with organizations such as **Cooperative Fund of New England (CFNE)**, **National Co-op Grocers (NCG)**, **Food Co-op Initiative (FCI)**, and **Associated Buyers**.

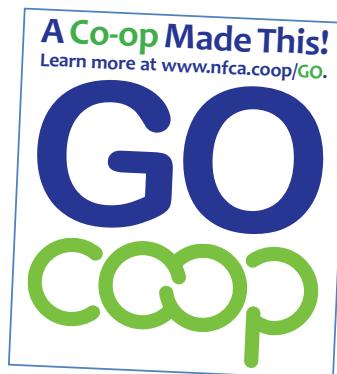
Partnership is also central to our efforts to build a healthy, just and sustainable food system across the region. As an affiliate member of the **New England Farmers Union** (NEFU), the NFCA is committed to joining the voices of producers and consumers in seeking policies that support family farming and fisheries, and promoting co-operative enterprise as a tool for more sustainable food systems and communities. Together we have developed a curriculum on co-ops and a manual for co-operative development, and lobbied for the Farm Bill, food safety rules, and in favor of GMO labeling.



In collaboration with NEFU, CFNE and **Hunger Free Vermont**, the NFCA launched its **Food Co-ops & Healthy Food Access** initiative, making healthy, local food and co-op membership more accessible to people on limited incomes (nfca.coop/healthyfoodaccess).

As part of our effort to build a “vibrant community of co-operative enterprise,” the NFCA is committed to **collaboration among co-ops**, working with partners such as Cabot Creamery Co-op, Deep Root Organic Co-op,

Organic Valley, Real Pickles and the **Valley Alliance of Worker Co-ops** to promote the co-operative movement in our region. The NFCA is a founding member of the **Valley Co-operative Business Association**, a cross sector federation of co-ops in western MA and southern VT, and is working with the National Cooperative Business Association (NCBA CLUSA) to promote local models for collaboration across the country (vcba.coop).



Education & Co-operation

The NFCA's **Go Co-op** initiative provides tools for our member food co-ops to educate consumers about the role of co-operative enterprise across our food system and economy. Shelf tags (above) identify products supplied by co-ops, supported by an online list of co-op suppliers and other ways that people can use co-operatives to improve their lives and communities. The logo incorporates the International Co-operative Alliance's “Co-operative Marque” to support greater awareness of the co-op identity and links to efforts by NCBA CLUSA to raise the profile of co-ops across the economy (nfca.coop/go).

The NFCA is a member of the **University of Massachusetts Co-operative Enterprise Collaborative** and works closely with partners including the Valley Alliance of Worker Co-ops and the Economics Department at UMASS Amherst to develop a **Certificate in Applied Research on Co-operative Enterprise**. The certificate includes an internship component for students interested in hands-on experience in co-op enterprise. As part of the program, NFCA executive director Erbin Crowell teaches an “Introduction to the Co-operative Movement,” engaging students with co-op history, philosophy and practice, and guest speakers from local co-ops (umasscec.org).

Board of Directors & Staff

The NFCA is a co-operative federation of food co-ops. Our work is guided by the shared vision of our member co-ops and overseen by an elected board of directors. Our staff includes Erbin Crowell, Executive Director, and Bonnie Hudspeth, Member Programs Manager.

For more information on the Neighboring Food Co-op Association, please visit www.nfca.coop.



11. NFCA Member Register, Year End 2016

THE NEIGHBORING FOOD CO-OP ASSOCIATION

The Neighboring Food Co-op Association is incorporated under Massachusetts General Law 157 as a co-operative with retail food co-ops as its members. As of the end of 2016, the following food co-ops were members of our Association. Associate Members are Start-Up initiatives and are eligible to become full voting members once operational.

Member Food Co-operatives

1. Brattleboro Food Co-op, Brattleboro, VT (Joined 2011)
2. Buffalo Mountain Food Co-op, Hardwick, VT (2011)
3. City Market / Onion River Co-op, Burlington, VT (2011)
4. Co-op Food Stores / Hanover Consumer Co-op Society, Hanover & Lebanon, NH, and White River Junction, VT (2011)
5. Fiddleheads Food Co-op, New London, CT (2012)
6. Franklin Community Co-op (Green Fields Co-op Market & McCusker's Co-op Market) Greenfield & Shelburne Falls, MA (2011)
7. Good Tern Co-op, Rockland, ME (2016)
8. GreenStar Co-op Markets, Ithaca, NY (2016)
9. Hunger Mountain Co-op, Montpelier, VT (2011)
10. Leverett Village Co-op, Leverett, MA (2011)
11. Littleton Food Co-op, Littleton, NH (2011)
12. Middlebury Natural Foods Co-op, Middlebury, VT (2011)
13. Monadnock Food Co-op, Keene, NH (2013), Associate 2012
14. Old Creamery Co-op, Cummington, MA (2012)
15. Plainfield Food Co-op, Plainfield, VT (2011)
16. Portland Food Co-op, Portland (2016)
17. Putney Food Co-op, Putney, VT (2011)
18. Quabbin Harvest Food Co-op, Orange, MA (2014)
19. River Valley Co-op, Northampton, MA (2011)
20. Rutland Area Food Co-op, Rutland, VT (2011)
21. South County Food Co-op, South Kingstown, RI (2013)
22. Springfield Food Co-op, Springfield, VT (2012)
23. Stone Valley Community Co-op Market, Poultney, VT (2011)
24. Upper Valley Food Co-op, White River Junction, VT (2011)
25. Wild Oats Co-op Market, Williamstown, MA (2011)
26. Willimantic Food Co-op, Willimantic, CT (2011)

Associate Members (Start-Ups)

1. Amherst Food Co-op, Amherst, MA (Joined 2012)
2. Assabet Village Food Co-op, Maynard, MA (2012)
3. Dorchester Community Food Co-op, Dorchester, MA (2012)
4. Granite City Co-op Grocery, Barre, VT (2012)
5. Great River Co-op, Walpole, NH (2012)
6. Holyoke Community Co-op Market, Holyoke, MA (2014)
7. Manchester Food Co-op, Manchester, NH (2011)
8. Merrimack Valley Food Co-op, Lawrence, MA (2011)
9. Morrisville Food Co-op, Morrisville, VT (2013)
10. Souhegan Valley Food Co-op, NH (2015)
11. Urban Greens Food Co-op, Providence, RI (2012)

Larger, more established co-operatives or co-operative groups should take a close interest in inter-co-operative engagement and links with smaller co-operatives, newer co-operatives and those at different stages of development. This is of mutual benefit in sustaining the co-operative commonwealth and in demonstrating the diversity and adaptability of the co-operative approach to business.

International Co-operative Alliance, *Guidance Notes to the Co-operative Principles* (2015:77)

12. Board of Directors & Staff, 2016



Back Row (L to R): Suzette Snow-Cobb, Erbin Crowell, Glenn Lower, Michael Wells, Kari Bradley, David Durfee. **Front Row** (L to R): Kay Litten, Faye Conte, Bonnie Hudspeth, Sue Miller. **Not Pictured:** Joanne Todd.

BOARD OF DIRECTORS

Suzette Snow-Cobb, President (Marketing & Membership Manager, Franklin Community Co-op, MA)

Suzette is Marketing & Membership Manager for Franklin Community Co-op (FCC), which operates two stores in Western Massachusetts: Green Fields Market in Greenfield and McCusker's Market in Shelburne Falls. She has been involved with food co-ops since the mid 80's, and from 1998 to 2012 served FCC as Co-General Manager. In May 2013, she completed her degree of Master of Management: Co-operatives and Credit Unions (MMCCU) from the Co-operative Management Education program at Saint Mary's University, Nova Scotia. She brings a knowledge and experience of diverse co-ops, an enthusiasm for collaboration, and a desire for the success of the co-operative movement as a viable system.

Glenn Lower, Vice President (General Manager, Middlebury Natural Foods Co-op, VT)

Glenn is a founding Director and former President of the NFCA, and has served as General Manager of Middlebury Natural Foods Co-op in Vermont since 1998. Middlebury hosted the NFCA's successful produce manager gathering in 2013 and launched their new Food for All program in collaboration with our Neighboring Food Co-ops. He has also been a peer support buddy to the General Managers at Rutland Co-op and Stone Valley Co-op. He guided Middlebury Food Co-op through a successful expansion in 2004, and will be stepping off the NFCA Board at the end of this term to focus on a second expansion. Glenn believes our continued goal is to strengthen the NFCA to better serve and bring increasing value to its member co-ops, and has been pleased to have played a role in this effort.

Kari Bradley, Secretary (General Manager, Hunger Mountain Co-op, Montpelier, VT)

Kari has served as General Manager for Hunger Mountain Co-operative in Montpelier, VT for 12 years and serves on the steering committee for National Co-op Grocer's (NCG) Eastern Corridor as well as his local school board. He believes strongly in the principles of excellent governance.

Joanne S. Todd, Treasurer (Board Member, Willimantic Food Co-op, CT)

Joanne Todd serves as Board Treasurer of the Willimantic Food Co-op in Connecticut, where she is also President of Northeast Family Credit Union. Joanne brings a board member and co-operative business perspective to her role on the NFCA Board. Serving on the Board since 2014, she believes even more strongly that NFCA is vital to collaboration among food co-ops. Joanne joined the staff of Northeast Family Credit Union, a financial co-operative, 35 years ago as a teller and has been committed to co-operatives in her volunteer and professional endeavors. She holds a Bachelor of Science in Accounting and a Master of Business Administration from the University of Connecticut, is an International Credit Union Development Educator, and has participated in many credit union and co-operative programs nationally and internationally.

Faye Conte (Board of Directors, City Market / Onion River Co-op, Burlington, VT)

Faye has served on the Board of Directors of City Market, Onion River Co-op in Burlington, VT, since 2012 and is currently Board Vice President. She became a member of City Market a week after moving to Burlington in 2008, became a staff member shortly thereafter, and have been hooked on the co-operative model ever since. Faye works at Hunger Free Vermont, a nonprofit dedicated to ending the injustice of hunger for all Vermonters. In this role, she has collaborated with NFCA on the Healthy Food Access project, helping member co-ops build programs and policies that ensure all community members feel welcome at their local co-op and can afford nutritious food. She has a background in policy, community development, economics, and organizational management.

David Durfee (General Manager, Wild Oats Market, MA)

David has been the General Manager at Wild Oats Market in Williamstown, MA, for the last four years. He still considers himself a "new" GM, and believes peer support provided by fellow NFCA members continues to be very valuable. David has served on various boards over the years.

Kay Litten (Board Member, Co-op Food Stores / Hanover Consumer Co-operative Society, NH & VT)

Kay is a former high school teacher of English, French & Latin. While living in Scituate, MA, she was a member of a co-operative buying club for 20+ years. Upon moving to Hanover, NH, in 1999, her grocery store of choice became the Hanover Consumer Co-operative Society, where she was first elected to the Board in 2005. She served for 11 years on Hanover's Board, and is currently completing her second term on the NFCA Board of Directors. Kay believes in the co-operative spirit that NFCA promotes among its members, and that this organization is a model for other regions of co-ops in the U.S. She is invested in the future of individual co-ops and in the power of co-operation among co-operatives to improve the food system in the U.S.

Sue Miller (General Manager, Upper Valley Food Co-op, White River Junction, VT)

Sue Miller has been an employee of the Upper Valley Food Co-op since 2004 and the Co-General Manager for the past 6 years. She has also been on the Board of NFCA for the past two years. Prior to joining UVFC, she spent time as an accountant and as the owner of a small herbal products business. Also, for the past 20 years, she has been a licensed acupuncturist and herbalist. When not at the UVFC or seeing patients, she loves to garden and work with the energies of nature.

Sue is passionate about all things health- and food-related. She is particularly interested in helping to develop a safe, local food system in the New England region, as well as a distribution network to support a strong local economy that provides healthy food for all. Sue feels that being a Board Member of the Neighboring Food Co-op Association allows her to more actively use her skills and passion in the creation of a local food system.

Michael Wells (Board President, Putney Food Co-op, Putney, VT)

Michael has been an active participant in food co-ops since the early seventies, and is still having a good time! He's served on the Putney Food Co-op Board since 1990, is currently Board President, and is passionate about the Co-operative business model. Michael has been a Putney representative to the NFCA since its inception, and was elected to the Board in 2015. He feels that the NFCA is a unique and successful organization that is strengthening regional Co-ops and leading the way toward a more integrated and effective Co-operative economy. Michael is a retired building contractor, currently working as a building construction consultant and enjoys running, cycling, hiking and Nordic skiing.

Staff**Erbin Crowell, Executive Director**

Prior to joining the NFCA, Erbin worked with the Cooperative Fund of New England, the Valley Alliance of Worker Co-ops and as an independent co-operative development consultant for organizations including the Federation of Southern Co-operatives. For more than a decade, he was a member of the worker co-op Equal Exchange, a worker co-operative and pioneer in the Fair Trade movement, where he developed innovative programs in Domestic Fair Trade and collaboration with faith-based relief and development organizations.

Erbin serves on the Boards of Directors of the New England Farmers Union and the National Co-operative Business Association / CLUSA International. He holds a Master of Management: Co-operatives & Credit Unions from Saint Mary's University in Nova Scotia, and is an adjunct lecturer at the University of Massachusetts, Amherst, where he teaches courses on the co-operative movement.

Bonnie Hudspeth, Member Programs Manager

Prior to joining the NFCA, Bonnie served as Project Manager for the start-up of Monadnock Food Co-op, creating the founding organizational structure and overseeing pre-operational development and fundraising to create a co-operatively owned grocery store in Keene, NH, that opened in April, 2013.

She serves on the Board of Trustees of the Cooperative Fund of New England (CFNE), a community development loan fund that facilitates socially responsible investing in co-operatives, community-oriented non-profits, and worker-owned businesses in New England and adjacent communities in New York. Bonnie holds a master's degree in Sustainable Community Development through Antioch University New England.

We learn from the Mondragón experience in Spain that a sense of solidarity combined with democracy and community involvement can spur economic development — sometimes even more successfully than other strategies can.

Jessica Gordon Nembhard, in *Collective Courage: A History of African American Cooperative Economic Thought & Practice* (2014: 235)



Statement on Diversity, Inclusion & Democracy

For over 170 years, the Co-operative Movement has stood for ideals of democracy, empowerment and inclusion — ideals that are at the heart of America's journey as a nation, and that we continue to strive toward today. From our beginnings, co-ops have celebrated human diversity and worked to bring people together to meet our needs and achieve our aspirations. In short, we believe that we are better when we are welcoming, when we lift one another up, and when we work together to make life better for everyone.

In keeping with the Principles of the International Co-operative Alliance, our food co-ops work to ensure that our doors are open to all persons, "without gender, social, racial, political or religious discrimination." As community-owned enterprises, we value respectful dialog, debate, and participation as expressions of economic democracy. As organizations of people who depend on a healthy planet to survive and thrive, we are committed to the development of policies and strategies that will sustain our communities over time.

Today, we are witnessing levels of political, social, and economic division that we believe do not reflect our ideals as a nation. While we honor differences of opinion, we are concerned that actions made by the current administration are fundamentally at odds with American Principles of democracy, diversity and inclusion, as well as the Co-operative Values of equality, solidarity, and caring for others. Specifically, we are seeing initiatives that we believe undermine human rights, immigration policies that exclude people based on their origins and religious beliefs, and initiatives that undercut efforts to slow climate change.

In this context, we reaffirm our commitment to being not just welcoming businesses, but empowering community enterprises. We seek to be positive resources and influences, presenting opportunities for constructive dialogs and collective actions for change. And we will explore ways that we can reach beyond our walls, advocating for policies that will contribute to democracy and equality, advance human rights, and support environmental sustainability.

As a federation of community-owned food co-ops, we seek to empower people to enjoy healthier lives, build stronger local communities, and provide good jobs. We advocate for a deeper sense of corporate social responsibility that includes democratic ownership, the full expression of human diversity and the needs of future generations. In taking this stand, we acknowledge that we can always do better and must challenge ourselves to live up to our Values and Principles. By working together, we believe that we can help build stronger communities, a more inclusive nation, and a better world for everyone.

**The Board of Directors & Staff of the Neighboring Food Co-op Association
February 2017**



Neighboring Food Co-op Association
PO Box 93, Shelburne Falls, MA 01370
E-mail: info@nfca.coop // Web: www.nfca.coop
Facebook: /Neighboring // Twitter: @NeighborCoops

