

MINUTES

FBFC Board of Directors Meeting 8-16-18

Meeting started at 5:32 pm and ended at 8:00 pm.

Board members present: Stephanie Swepson-Twitty (President), Josh Littlejohn (Vice President), Bob LeRoy (Treasurer) – via phone, Josh O’Conner (Secretary), Jennifer Heeder, Pauline Heyne, Kelly Fain, Adam Bowers, Veronica Sotolongo, Ashley See

Board members absent: Danielle Goldstein

Others present: Bobby Sullivan, General Manager (GM); Clare Schwartz (Outreach Coordinator); Jean Karpen, Board assistant; Owners – Rusty Sivils, Mark Goldstein, Diana Davidson

Meeting Summary:

- Welcome new Board member Ashley See
- Election of Board officers
- Monitoring Reports reviewed B1, B7, and B8
- Discussion of Board election issues
- Executive Session to discuss personnel

Calendar Dates:

- August 25 – Truckload Sale
- October 19 - 21 LEAF
- October 27 – Truckload Sale
- October – Owner Drive
- December – Board Retreat – Bobby will contact Jade for possible dates.

Approve agenda: Approved with one change – omit discussion of bylaws revision for now and spend extra time on elections.

Approve minutes of 7-19-18 approved as presented.

Owner Comments: Rusty Sivils submitted a written statement. See attached.

Board officer elections: Bob explained the sociocratic process which will be used for officer elections. All Board members were able to speak regarding nominations for each office. It was agreed that we will have both a Treasurer and a Treasurer-elect. It was previously agreed to have co-presidents this year. The following people were elected and will serve for the coming year:

- Co-Presidents: Pauline Heyne and Josh O’Conner
- Vice President – Veronica Sotolongo
- Treasurer – Bob LeRoy
- Treasurer-elect – Adam Bowers
- Secretary – Jennifer Heeder

Monitoring Reports: B7 Communication to the Board and B8 Board Logistical Support were reviewed and deemed reasonable and acceptable. Jean will update the Bylaws and send to Bobby for posting on the website.

Ashley and/or Pauline will help with getting a PayPal link on the website so new owners can join online and with getting a mechanism for allowing owners to input or update their email address.

B1 Financial Condition was reviewed and approved contingent on an audit and in-depth look at financial statements at the September meeting. September agenda will include review of Profit & Loss statement, Balance Sheet, and Cash Flow statement. Bobby & Bob will meet prior to the September Board meeting to prepare a presentation for this review.

Discussion of election issues: Topics to be discussed, decided before the next election

- Create a protocol for sequencing Board candidate list – randomize list or create a process for everyone's placement on the ballot.
- Indicate who is a Board officer, who is incumbent, how to show institutional knowledge.
- Discuss family members serving on the Board at the same time.
- Suggestion to have elections on every agenda – topics may include photos, incumbent statements, rating performance on the Board, attendance at meetings.
- Research possible online voting programs for future use.
- Need to do a better job of marketing elections, more advanced planning.
- Adam has created a sample elections calendar and will share with the Board.

Miscellaneous:

- Board members are asked to let Josh O know their email address for forwarding FBFC Board email.
- Pauline will see that Ashley gets Board orientation.

Executive session to discuss personnel.

Agenda items not covered or unfinished:

- Bylaws revision relative to officer roles and responsibilities

Additional items for next month's agenda:

- Go over financial statements in depth
- Suggestion to have an election topic on every agenda

Suggestions for future agenda:

- Review committees – reinstate those we deem useful
- Discuss July meeting (expansion retreat)

Next meeting will be September 20, 2018 at 5:30 pm.

Jean Karpen, Board Assistant