

DRAFT MINUTES

FBFC Board of Directors Meeting 7-21-16

Meeting started at 5:30 pm and ended at 8:15 pm.

Board members present: Justina Prenatt (President), Bob LeRoy (Treasurer), Jennifer Heeder (Secretary), Alanna Hibbard Kelly Fain, Josh Littlejohn, Daav Wheeler, Josh O'Conner

Board members absent: Danielle Goldstein (Vice President), Pauline Heyne

Others present: Bobby Sullivan, General Manager (GM); Sage Turner, Finance manager; Jean Karpen, Board assistant; Owners – Diana Davidson, Casey, Epstein, and Hey Carollan

Meeting Summary:

- Owner comments
- 3rd Quarter study theme chosen
- Monitoring reports reviewed and approved – B2 - Planning & Budgeting, B7 – Communication to the Board, and B8 – Board logistical support.
- Capital Campaign committee report
- Closed session regarding Board term limits
- Election results

Calendar Dates:

- August 10, Wednesday – Finance Committee – time to be set later

Approve agenda: approved as presented

Minutes of 6-16-16 were not approved. Section on Audit report will be rewritten for August approval.

Owner Comments:

- Diana Davidson – I am involved in the discussion about the “Pit of Despair” (undeveloped area near Basilica of St. Lawrence in downtown Asheville). Regarding the expansion, you (Board) look good & professional – the way you've been handling situations. In gathering information from the public, lots of people say, “I wish there was a grocery nearby.” No matter what happens, it might be nice if there is a grocery store there – maybe the coop would consider a satellite store or some type of delivery system to that area. There are a number older adults living nearby who may benefit from such a service.
- Hey Carollan – I am a marketing strategist and non profit developing consultant. The coop helped me a lot when I first arrived here and I hope to give back, at no charge, in the form of a needs assessment for your development project. I am deeply appreciative of the coop staff. Needs assessment can help with deciding what kind of Board members you want, how much money you need, what kind of campaign manager you need – to help you be more equipped to move forward. (Bobby took contact info.)

Board Study Theme for 3rd Quarter: Will be “Capital Campaign Research.” Sage will resend the two documents (Capital Campaign Workbook and expansion document from the Toolbox series) under the subject line “Capital Campaign Research” and Board members are asked to read and be familiar with these documents.

GM Report and Monitoring Reports: All were reviewed and all were deemed reasonable and acceptable.

- B2 - Planning & Budgeting,
- B7 - Communication to the Board
- B8 - Board logistical support

There are exciting additions coming to the Back to Basics program! Among the additions, look for grass-fed beef, and lower prices on Organic Valley milk.

Finance Committee announcement: Meeting will be Wed. August 10. All are welcome. Parking is tight on Wednesdays due to the Farmer's Market. Please do not park in the "pit" or in the upper lot on Wednesdays.

Capital Campaign Committee: Discussion points

- Outreach to a small number of likely investors early on.
- Have owners go ahead & pay owner shares (also could be done early on).
- Long-term total needs will take a long time to figure out. Results of early phases will help us figure out what we need additionally.
- Idea to make the Feb 14 "We love our owners" event bigger.
- FAQ – we can work on immediately.
- We have 2 living documents shared on Google Drive – calendar & repository of documents.
- Bob – one issue with the Campaign Manager (CM) – would it be a local person or not? For the audit, we went with seasoned coop specialists. May be different with a CM, and knowledge of the area may prove to be more important. This will be a management decision.
- Developer would have a say in what is needed in a CM – some developers would have specific requirements.
- Sage suggest more than just a local search.
- Board will carry out the campaign. Board will work with the CM to do history, slogans, etc.
- We have a lot of data to create our "story."
- Need to start with database – make sure everything is accurate & up-to-date. Will take more time than we expect. Bobby, Sage, and staff will do the work of figuring out who will clean up database.
- In updating database, would be helpful to call about an event, news item, meeting, or something happening. In the process, ask "Is this email correct?", etc. Problem – how do we track down people for whom we have no phone number or email?
- Let people know we are moving toward electronic voting.
- Will have a feasibility study done – will give information about demographics.
- Daav – I'd like for Board & Management to control the campaign as much as possible.
- We have to buckle down & really get started. Do we hire a CM first?
- In hiring, we need to say "this is what we want". The CM will have had experience and will advise us.
- Re CM – Does that include all facets of fund raising? Crowd-sourcing- would CM do that? Yes, it would be CM's job.
- Daav - Important to build connections – that is what owners' council (OC) was originally about. Other suggestions, family focus group, weekly open houses to urge people to take part.
- Justina - OC was originally to keep people informed – your proposal (Daav) feels fore like information-gathering. We need to make some decisions; we don't need more information gathering. Need to focus now on investment opportunities.
- Daav – OC was always about network building. Connections are important – That's our main advantage – friends talking to friends.
- Justina – Josh L is chair of the DC – could be a topic for the next DC meeting. Josh – yes!
- Bob – We are a small number of people. Tasks get decentralized. Hendersonville coop called each owner – had lots of volunteers. We need a means of identifying people who will help.

- Daav – Final comment – I ask the Board to consider the Capital Campaign Committee as a committee of the whole Board. We can make better decisions. We will try to schedule meetings to accommodate all.

Closed session to discuss Board terms: The Board discovered that Justina was not eligible to run for re-election and requested that she withdraw her candidacy, which she did.

We need a bylaws revision to clarify Board term limits.

Election Results: Three candidates will be seated at the August Board meeting, Bob LeRoy, Kelly Fain, and Paul Gallimore.

Additional items for next month's agenda:

- recap of annual meeting input on 7 cooperative principles

Next meeting will be August 18, 2016 at 5:30 pm.

Jean Karpen, Board Assistant