

MINUTES

FBFC Board of Directors Meeting 3-16-17

Meeting started at 5:34 pm and ended at 8:04 pm.

Board members present: Danielle Goldstein (President), Josh Littlejohn (Vice President), Bob LeRoy (Treasurer), Jennifer Heeder (Secretary), Pauline Heyne, Kelly Fain, Daav Wheeler, Josh O'Conner, Paul Gallimore, Stephanie Swepson-Twitty

Board members absent: Alanna Hibbard

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

Meeting Summary:

- Development Committee update
- Capital Campaign informational session with Ben Sandel via Skype
- Discussion of upcoming open house
- Monitoring Report B Global Executive Constraint reviewed

Calendar Dates:

- March 21 and 24 – Board training for open house
- March 30, 31, and April 1 – Open House for expansion update to owners
- May 4, 2017 – owners join or renew by this date to be eligible to vote in 2017 Board elections.
- June 3, 2017 – Annual Owners' Meeting – at The Orange Peel – bagels & coffee at 10:00, business meeting 10:30 to 12:00, 12:00 to 1:00 - informal talk, questions, etc. Board members arrive at 9:15 am for set up.

Approve agenda: Agenda was approved with the addition of review of Monitoring Report B Global Executive Constraint.

Approve minutes of 2-16-17. Approved as presented.

Owner Comments: Rusty Sivils – At the Buncombe County Democratic Convention on April 8, Rusty will be handing out fliers regarding computerized election theft and would welcome help distributing them.

Development Committee: Cost estimation period will be ending at the end of April. Hopefully we will have a ball park figure for expansion plans at the April meeting. Work is currently being done by architectural firm PFA. Conversations with the city about the parking deck have been positive. We are trying to pursue a geothermal option for heating the building. Met with a local engineer to discuss – there are some possible considerations. May be able to have geothermal without drilling any wells. Affordable housing bonds come online July 1. Could help with Phase II of the project, though that will likely not be under coop ownership.

One principle to remember – we do not want to risk or jeopardize our current store by using it to leverage financing for the expansion. We are incurring costs now, so Sage recommends a line of credit with Asheville Savings Bank, secured by Coop property. Maximum monthly payment would be \$1600, which we could handle without jeopardizing our current store.

Stephanie moved, and Josh L. seconded, that the Board approve the concept of the coop establishing a maximum \$200,000 line of credit, secured upon our coop store property, for the purposes of financing pre-construction development costs with a maximum possible monthly payback amount of \$1600. The motion was unanimously approved. Official document will be prepared and required signatures obtained.

Capital Campaign information session with consultant Ben Sandel (via skype). Ben discussed planning and implementation of a capital campaign and answered questions from the Board. He also addressed member loans vs preferred shares.

Feedback/discussion on Capital Campaign session:

- Investments will come from owners – we need to focus on owners.
- Lots of good communication will be necessary throughout the process.
- Research what other NC coops have done.
- Will probably launch the capital campaign in spring 2018.
- Make sure we have a conceptual design before we launch. People want to see what they're investing in.
- Need to be sure about state laws – Bob researched state laws before drawing up draft wording for bylaws change to allow for preferred shares.
- Challenge is to make insight possible with just a glance – no lengthy explanations.
- Information from Sacramento coop may be helpful.
- Tie into the “social conscience” here in Asheville.
- Use clever branding, graphics, color coding, etc. to energize.
- Use our logo in signage.
- Check on legality of how long a person must have been an owner in order to invest. (Tourists may want to invest.)
- Discuss bylaws change in April.

Open House – Board brainstormed questions which owners may ask at the upcoming open house. These will be forwarded to Sage so she can prepare responses.

Monitoring Report: Policy B Global Executive Constraint was reviewed, deemed reasonable and acceptable.

Additional items for next month's agenda: Josh O would like to discuss creating a process for scheduling committee meetings. He will come up with a proposal for such a procedure and will facilitate that part of the meeting.

Next meeting will be April 20, 2017 at 5:30 pm.

Jean Karpen, Board Assistant