

## MINUTES

FBFC Board of Directors Meeting 1-18-18

Meeting started at 5:34 pm and ended at 8:03 pm.

**Board members present:** Stephanie Swepson-Twitty (President), Josh Littlejohn (Vice President), Josh O'Conner (Secretary), Jennifer Heeder, Pauline Heyne, Kelly Fain, Danielle Goldstein, Adam Bowers, Veronica Sotolongo

**Board members absent:** Bob LeRoy (Treasurer), Paul Gallimore

**Others present:** Bobby Sullivan, General Manager (GM); Clare Schwartz, Outreach Coordinator; Jean Karpen, Board assistant

### Meeting Summary:

- Discussion of alternative for Board communication
- Board retreat follow-up/revision of Ends Policy
- Discussion of need for Board policy manual
- Development Committee update
- Monitoring report B2 Planning and Budgeting reviewed & approved

### Calendar Dates:

- Feb 15 – CAD (Customer Appreciation Day)
- March 10 – Cooperative Café, location TBD
- April 21 – FBFC Truckload sale
- April through May 5 – Owner drive
- Need to set a date for the annual owners' meeting – Danielle will initiate a Doodle Poll to set date. Clare send suggestions to Danielle.

**Approve agenda:** Approved as printed

**Approve minutes of 11-16-17** were approved as presented. A correction to the minutes of 10-19-17 was approved – the second statement under “Development Committee” now reads, “We plan to put out another call for proposals.”

**Owner Comments:** none

### Alternative for Board communication:

- Josh O recommends Trello for Board communication.
- Each Board member must be responsible for checking notifications.
- Josh will set this up and notify all, so everyone can try it before the next meeting.
- Josh will prepare a tutorial on using Trello for the Feb. Board meeting. Board members are asked to come with questions.
- (On a related note, we need to make sure all Google docs are under the ownership of the coop rather than an individual.)
- Bobby will research the cost of adding Board communication to our existing account which is in use for the expansion project. Cost would be divided between Board and Development budgets.

## **Board Retreat follow-up/Ends policy update to include language of diversity, equity & inclusion:**

- At the retreat, Board members worked on suggestions for editing the “Community” section of the Ends policy, to include language of diversity and inclusion.
- Board members agreed, we like keeping the 5 current sections
- Kelly, Stephanie, and Danielle will craft edited Ends Policy and email to all (or post on Trello).
- Jean will update Policy Manual to include Ends Policy.
- Bobby will send out the exact language of affirmative action.

## **Discussion of Board Policies:**

- What are Board policies; what are expectations for participation on this Board?
- Regarding diversity issues, consider holding a spot on the Board as a diversity-specific position. Likewise, we may need to look for someone with a particular expertise.
- As a future action item, we need to create a Board policy document, orientation packet for new Board members to be read ahead of time. (Danielle has started a Board orientation document.)
- Need to be clear about our policies before we complete a policy document & orientation packet.
- Suggestion – When recruiting new Board members, be open to questions about the Board.
- Staff doesn’t always know what’s happening on the Board. Can we be more communicative? Owners ask questions of the staff, particularly cashiers.
- Have info by cash registers – for example, date of Board elections.
- Suggestion: signage in store – “This is what it’s like to be on the Board?” This is when the elections are.”
- Have an open forum, open call for Board members, host a reception.
- Buzz article with FAQs – each Board member address a question or write a testimonial about what it’s like to be on the Board. Pauline will start a Google doc which all can add to. Think about reasons why people won’t be on the Board and address those issues up front.

## **Development Committee (DC):**

The committee met Jan. 10, 2018. The following communications process was established: Chair (Sage) will draft agenda and minutes. Draft minutes will go first to the DC for edits/approval, and then to the GM for inclusion in the Board meeting packet.

Josh L and Josh O reported that Sage in communication with a potential developer. The DC discussed options for asset management and preparation for the expansion project. No decisions at this point.

## **GM FYI Report:**

- Bobby presented (via email) a draft 2018 – 2020 Business Plan. Board members are asked to read this document by the February meeting. There will likely be changes –
- Bobby asked the Board to think about the Board budget and the perks afforded the Board. For future discussion.
- Website upgrade will start in late January.
- Next month, reports will show trend graphics rather than just charts.

**Monitoring Report:** B2 Planning and Budgeting was reviewed and deemed reasonable and acceptable.

Based on end-of-year finances for 2017, the decision was made not to do the owner payouts referred to at the October meeting. Owners, please patronize your co-op!

Owners are reminded that communication is a two-way street. Board is here to serve owners, and owners are always welcome to come to Board meetings and ask questions/give input.

**Executive Session was held to discuss personnel.**

**Agenda items not covered or unfinished:**

**Additional items for next month's agenda:**

- Group training on using Trello – led by Josh O
- Continue discussion/brain-storming on how to encourage owners (and others) to shop at the co-op. Need to look beyond traditional ideas.
- Human Resources
- For a future agenda, work on a Board policy document.

**Next meeting will be 2-15-18 at 5:30 pm.**

Jean Karpen, Board Assistant