

MINUTES

FBFC Board of Directors Meeting 5-21-2020 This meeting was held online during the Covid-19 pandemic.

Meeting started at 5:30 pm and ended at 7:45 pm.

Board members present: Pauline Heyne (President), Ashley See (Vice President), Adam Bowers (Treasurer), Paul Schulman (Secretary), Jennifer Heeder, Josh Littlejohn, Josh O'Conner, Zan Naar, Christa Hamilton

Board members absent: Danielle Goldstein

Others present: Bobby Sullivan, General Manager (GM); Sage Turner, CFO; Jean Karpen, Board assistant

Meeting Summary:

- GM report
- Edit & update GM monitoring report schedule for 2020
- Finance committee report
- Executive Session
- Discussion of Annual Meeting & Board elections
- Discussion – how to show gratitude to staff

Approve agenda: Approved as presented.

Approve minutes of 4-16-2020 approved as presented.

GM Report: Bobby submitted a written report with an update on store operations, staff, and finances. Discussion followed.

Monitoring Reports: B Global Executive Constraint approved.

Due to changes brought on by Covid 19, the Board approved the following changes to the schedule of Monitoring Reports for 2020: (Ashley will send revised schedule.)

- Suspend March meeting's *B2 Planning & Budgeting* because of the combined complexities of Earth Fare closing (soon reopening) and the onset of the pandemic.
- Move April's *B5 Treatment of Customers* and *B6 Staff Treatment* to August
- Move May's *B1 Financial Condition* to June (May's meeting took care of the *B Global Executive Constraints* report from March)
- Move June's *B2 Planning & Budgeting* to July
- Keep July's *B7 Communication to the Board* and *B8 Board Logistical Support*
- Keep August's *B1 Financial Condition* and do *B5* and *B6* from April
- Follow the rest of the schedule for the year

Finance Committee report:

- Decision to look at first quarter financials next month. Adam will meet with Sage in the meantime for updates.
- PPP funds have come through.
- Ad spending is down dramatically.
- There is some uncertainty about our potential future revenue when Earth Fare reopens.
- Because of the Covid chaos, we did not do a physical inventory at the end of March. We are tentatively planning to do inventory at the end of June.
- Sage plans to do an audit of the Double Up Food Bucks program.

Executive Session to discuss real estate

Board elections and Annual Meeting:

- Suggestion to wait a bit on a final decision about meeting & election. State may provide guidance as to how meetings and elections may be held online.
- We should start recruiting Board applications now. Encourage people to apply and to start attending Board meetings now.
- Agenda item for June executive committee call – how to open Board Meetings to owners.
- Need communication to owners. Show owners we're still here and still working.
- Clare would like a statement from the Board ASAP about postponement of the annual meeting.
- Could have an additional meeting during 3rd or 4th quarter, if this one is successful.
- Keep meeting simple – 1 to 1.5 hour, via Zoom, GM report, Board comments, owner feedback.
- Decision to set a date that's comfortable for all.
- Pauline will send a Doodle Poll tonight with date options so we can set a meeting date. Board members are asked to respond by tomorrow afternoon (May 22).

Gratitude for Staff:

- Decision to provide a meal, in some way, for staff. Make sure we cover everyone on staff at least once.
- Suggestions:
 - GM suggests that on-shift is not best. Schedule is currently haphazard. Consider doing something at a different location.
 - Could have 2 different gatherings. Give a gift certificate to those not working on the day of either event.
 - Choose a restaurant with a wide variety of options & give everyone a gift certificate of the same amount.
- Pauline will check with restaurants, talk with Bobby & Clare and figure out what is best way to make this happen. Maybe cover 2 main shifts & then give gift cards to those who are not there at the time.
- Plan to do it the first week of June.

Agenda items not covered or unfinished: Annual meeting and Board elections

Additional items for next month's agenda: Review financial reports for Quarter 1.

Next meeting will be June 18, 2020 at 5:30 pm.

Jean Karpen, Board Assistant