

DRAFT MINUTES

FBFC Board of Directors Meeting 1-16-2020

Meeting started at 5:34 pm and ended at 8:11 pm.

Board members present: Pauline Heyne (President), Ashley See (Vice President), Adam Bowers (Treasurer), Paul Schulman (Secretary), Josh Littlejohn, Danielle Goldstein, Josh O’Conner (via phone), Zan Naar, Christa Hamilton

Board members absent: Jennifer Heeder

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

Meeting Summary:

- Plan for staff appreciation party
- Board retreat discussion – ½ day, including a service project
- Discussion of possible service projects (other than retreat event) to include owners
- Finance Committee report – auditing firm chosen
- Board elections & nominations discussion
- Annual Owners’ Meeting set for June 3. Details to follow.
- Executive Session

Calendar Dates:

- Jan 26 – Staff/Board appreciation party
- Feb 13 – Community Appreciation Day – brief discussion of possible changes to how CAD is structured. Suggestions will be considered.

Approve agenda: Approved with minor changes: add finance committee discussion, add additional information from the Elections/Nominations committee, add Policy Governance calendar discussion, if time.

Approve minutes of 12-19-19 approved as presented.

Owner Comments: Rusty Sivils – (This comment has nothing to do with the co-op, but with the larger community.) Rusty has been volunteering at Brother Wolf and expressed concern about their new policy of euthanizing some animals. The policy has been implemented by the new director. He, along with other volunteers, disagrees with this policy and he feels outrage is growing. People who express disagreement with the policy are fired or asked not to return.

Staff/Board Appreciation party – will be held at the LaZoom Room on January 26, 6:30 to 8:30. The store will close early on that day. Theme – Chinese New Year, Year of the Rat. Board members are asked to help with set up and break down and to circulate & introduce themselves to staff. Pauline will give a brief welcome message.

Board Retreat and service project ideas:

- Board members, please complete the Doodle Poll if you haven’t done so already. Retreat date TBD.
- Retreat will be a half-day with roughly 2-hr discussion and 2-hr service project.
- Pauline will contact Bountiful Cities about the possibility of setting up this service project.
- Co-op will partner with Asheville Greenworks on other projects later in the year. Could have Asheville Greenworks give a presentation to the Board.

- Discussion/suggestions for additional service projects:
 - Provide food for groups doing service projects.
 - Quarterly service projects with Board & owners working together.
 - Be realistic about service projects. Start small and conservatively – maybe 2 per year. Make sure it's sustainable. Growing owner support will take time. Try it, evaluate, go from there.
 - Board members are asked to continue to think of other organizations we might work with.
 - Annual meeting would be a good time to present service project options to owners. Assess interest among owners, or just present a project.
 - Have Clare oversee these service projects. Board members participate as they are available. If it's Board-driven, it may discourage potential applicants.
 - Board present a slate of organizations, let owners choose. Would further our democratic process. It's important to engage ownership on this front.

Finance Committee: Board agreed to hire Carter Accounting Tax Assurance as our auditing firm.

Bobby will find out:

- if an audit is required for expansion loans, and
- what our penalty was for and if it was something that would have been found by an audit rather than a review.

Elections/Nominations timeline:

- Annual Owners' Meeting date set - June 3, 2020. Details TBD.
- New Board members are asked to comment on the Board application by Jan 30.
- Revised Board application to be approved at the February meeting.
- Make sure we are using Google forms rather than .pdf. Consider having paper copy available.
- Suggestion to make available a list of application questions, then require that it be completed online.
- Josh O will find the latest application revision materials.
- Application questions could be added to the back of the new brochure about the Board. Brochure to be finalized, edited and back to Clare by the Feb Board meeting.
- Suggestion to move the post card draft date a little earlier. Board agreed to finalize and approve the post card language by the April Board meeting.
- Ashley will share application deadline date with Clare once that date is established.

Executive Session was held to discuss personnel.

Agenda items not covered or unfinished:

- Retreat planning
- Discuss Board recruitment

Additional items for next month's agenda:

- Continue discussion of quarterly projects.
- Present overview of expansion project, including budget numbers.
- Fill in Election timeline target dates.

Next meeting will be February 20, 2020 at 5:30 pm.

Jean Karpen, Board Assistant