

## MINUTES

FBFC Board of Directors Meeting 4-16-2020 This meeting was held online via Zoom during the Covid-19 pandemic.

Meeting started at 5:36 pm and ended at 7:55 pm.

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

**Board members absent:** none

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

### Meeting Summary:

- GM report
- Financial report – Sage
- Executive session to discuss real estate
- Discussion of options for 2020 annual meeting & Board elections – decision to delay elections for now and plan a virtual meeting for communication with owners.

**Approve agenda:** Approved as printed

**Approve minutes of 3-19-2020** approved with correction of officers’ titles.

### GM Report:

- Atmosphere among staff has been very collaborative.
- Some customers express anger about safety measures and don’t want to comply, but mostly we hear appreciation now for those measures. The co-op is one of the few places people feel safe to shop.
- We will continue with reduced work hours for now. Even at seven hours the workday is very taxing.
- At the store level – 10 customers at a time is not quite enough to sustain us. We’ve added the curbside program which is helping to get us where we need to be.
- Staff is being flexible to cover whatever is needed.
- Feeling stable now.
- Questions / comments:
  - An owner reached out to Board – concerned that not all staff members are wearing masks. That policy has now changed & the owner was glad to have that info.
  - Are we getting comments about access issues? For those still working, it may be hard to get to the co-op to shop during new limited hours. Bobby – no comments yet. Sage – We are taking phone orders for those who do not have internet access. Some disabled shoppers have picked up curbside. We are working on a way to accept EBT outside the store (currently prohibited by law). Other agencies are addressing the issue of food access (Manna). Bobby – This is a great issue to bring forward. We are looking at “what’s next” – for example, do we extend hours?
  - Online ordering works best for those who know the store, have shopped there. Maybe the system could be adapted to make it easier for all. Suggest a primer on how to do online order for items that are hard to explain (weight of dry goods/cup, pint, etc.)
- We are working on setting up the online store. It’s complex, so we don’t want to rush.

## **Finance Committee report: Sage**

- We saw a large sales growth in Feb with Earth Fare closure. Covid 19 situation created another bump.
- Not expecting growth in April with limited customers, limited hours, etc.
- Some factors in play: Staff was given raises. Restaurant sales are down dramatically. We are losing parking revenue. Tenants have paid rent (as of March), but future is unknown. MLC not in use.
- Looked at potential losses over 6 months and over 12 months.
- As things start to return to normal, we will be marketing “supporting local.”
- Money spent recently: additional PTO given to staff, donation to “One Buncombe” fund, purchased gloves for customer use, updated security – additional cameras, etc.
- We have been approved by SBA (Small Business Association) for a PPP (Paycheck Protection Program) loan of about \$200,000.
- Some employees will be able to stay in area hotels when that program launches.
- Need to talk about how to increase sales. There is a general concern that some folks will not return to regular shopping. In the chaos, lots are moving to online stores. We can do an online store, but we will need to regulate inventory. Will require more labor – more expensive overall.
- Also looking at delivery. Delivery through Mother Earth Foods – the program isn’t worth it at this point (prior to Covid 19) Need to evaluate this and consider all factors.
- Looking at potential for delivery through other sources – lots to consider.
- Double up Food Bucks program – is expanding to be more inclusive.

## **Questions:**

- Is coop eligible to apply the FFCRA (Families First Coronavirus Response Act – expansion of family & sick leave) – up to 12 weeks of sick leave? Unknown at this point. Sage – also awaiting news of Hazard Pay. Will keep looking into all that.
- Regarding funds for PPP – much appreciation to Sage for getting that in place early on.

## **Executive Session to discuss real estate.**

### **Miscellaneous:**

Letter to owners regarding expansion update is being prepared. Sage will send as a Google doc. tomorrow for Board input – goal is to have letter out by next week.

Brief discussion of whether to issue dividends this year. No decision.

Board will have monthly expansion updates.

Jean will be included on Exec. Committee monthly calls to take notes.

### **Board Elections & Annual Owners’ Meeting:**

- Usual recruitment activities would be hindered by the current situation. Best to postpone elections.
- Ashley is working with Amy (website person) to get application & other relevant information online.
- Election/meeting timeline is already way off. Owners are not concerned about elections at this point.
- Decision to postpone Board elections for now. Need to communicate this to owners.
- Bylaws do not prohibit a virtual annual meeting.
- Discussion of alternatives for Annual Owners’ Meeting:
  - Let owners know Board is still moving forward and we still need new Board members.

- Suggestions: virtual meeting via Zoom or other platform, survey to owners (more secure than opening a Zoom meeting to so many), small online group meetings between Board & owners.
- Board agreed to hold some type of virtual annual meeting whether it's a survey, virtual meeting, or small groups.
- Pauline, Jennifer & Josh L will discuss options for a virtual meeting and present to the Board in May.
- Paul offered to manage tech aspects if we use Zoom.
- Still must mail notification to owners.
- Could push meeting back to the end of June and still comply with bylaws.
- Elections pushed back, possibly to the Fall. Will have a lengthier discussion on this in May.
- Communicate to owners that we may need to diverge from bylaws.
- Communication is now more critical than ever!

**Agenda items not covered or unfinished:** none

**Additional items for next month's agenda:** none

**Next meeting will be May 21, 2020 at 5:30 pm.**

Jean Karpen, Board Assistant