

## MINUTES

FBFC Board of Directors Meeting 7-16-2020 This meeting was held online during the Covid-19 pandemic.

Meeting started at 5:35 pm and ended at 7:40 pm.

**Board members present:** Pauline Heyne (President), Ashley See (Vice President), Paul Schulman (Secretary), Josh Littlejohn, Danielle Goldstein, Josh O’Conner, Christa Hamilton

**Board members absent:** Adam Bowers (Treasurer), Jennifer Heeder

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

### **Meeting Summary:**

- Monitoring Reports
- Policy Manual will be updated to reflect gender-neutral language
- Executive Session
- Annual meeting, elections, Board recruitment sessions to be held
- Discussion of defining ownership & shares
- Discussion of Board rejuvenation

**Approve agenda:** Approved as presented

**Approve minutes of 6-18-2020** approved as presented.

Note: Monitoring Report B1 was not approved via email after the June Board meeting.

**Monitoring Reports:** B2 Planning and Budgeting, B7 Communication to the Board, and B8 Board Logistical Support were reviewed and approved.

Reports were updated to remove gender-specific pronouns in B8-1 and B7-4. Board agreed to update the Policy Manual to remove all gender-specific references. Jean will see to this.

Draft minutes of the Board meetings will be prepared and sent within one week after each meeting so the minutes can be approved and posted for owner review prior to the next meeting. It was noted that owners have not been able to attend Board meetings since March 2020 when meetings moved to online format only.

Executive Committee will figure out how to allow owners to “attend” meetings and will make sure owners are informed of the process for attending.

Bobby answered several questions about the monitoring reports and the Business Plan.

Bobby will submit a budget after quarter 2 numbers are in (September), so we have a more realistic picture. Many factors have affected quarters 1 & 2 – Earth Fare closing & then re-opening, Covid 19, restaurant closures, increased labor, staff raises.

**Executive Session was held to discuss real estate.**

### **Annual Meeting & Elections:**

- Dates:
  - Annual Meeting Date is September 30, 2020.
  - September 9 – last date to submit Board application for this year’s election.
  - Ashley has adjusted the annual meeting/election timeline.

- Our bylaws require between 5 and 11 Board members. After discussion it was decided we will seek to fill all 11 seats. Currently, two seats are vacant, one Board member is rotating off, and one Board member is up for re-election. So, 4 seats will be on the ballot for 2020.
- Suggestion to plan webinars for owners to learn about Board work & how to apply.
  - Hold 1 to 3 sessions, each at a different time of day to accommodate work schedules.
  - 15-20 minute sessions.
  - Prepare a montage of taped videos of Board members (2 or 3 minutes each) answering questions such as: Why are you on the Board? What do you like about it? What is your experience of being a Board member?
  - Suggestion to start the session with a Board-driven agenda, then allow questions. Record & post. Then subsequent meetings could be in response to that initial meeting.
- Ashley will figure out when we can have a learning session for recruitment.
- All Board members are asked to think about making a short video to send to Clare. These would need to be submitted soon.
- Ashley will get post card language to Clare by July 23.
- Need to get the meeting date on the website.
- Consider options for participation by owners who do not have a computer at home.

**Defining Ownership:** Adam is taking the lead on this topic.

- The question of exactly how to define an ownership has come up several times in recent years. We need to define ownership, define household, define a share, and consider offering scholarship ownerships.
- Discussion yielded several question and suggestions.
- Jean will create a document to capture questions, suggestions on this topic for further study.

**Board Rejuvenation:**

- Discussion about how to remain engaged with our work. What happens when new Board members come on since we are not meeting in person?
- Suggestion to have a session (put on agenda or do via email) to lay out our vision for the coop. Could provide insight into what drives us to be on the Board. What to us are some of the most important things about the coop? What do we expect out of this work? Where do we want to go with it? What projects do we want to take on?
- Reminder to all to be prepared for meetings & remain engaged; be sure you can still commit to this work. In challenging times, make sure we are excited to be here and feeling good about our work.
- Frustration with lack of accountability – feeling that some things are brought up, then get “left on the table” and are not dealt with.
- Look at our code of ethics. Check policy manual C5. Keep this topic on the agenda for a while.
- Suggestion to put dates on future agenda suggestions. Give deadlines for decisions to be made.
- Suggestion to have an exit interview with Josh L.

**Agenda items not covered or unfinished:** Monitoring report B1

**Additional items for next month’s or future agenda:** Set up recruitment sessions; defining ownership.

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

Jean Karpen, Board Assistant