

## MINUTES

FBFC Board of Directors Meeting 7-15-2021 This meeting was held online during the Covid-19 pandemic.

Meeting started at 5:33 pm and ended at 7:30 pm.

**Board members present:** Paul Schulman (President), Adam Bowers (Vice-President), Jennifer Heeder (Secretary), Pauline Heyne, Danielle (RaMa) Goldstein, Christa Hamilton, Andrea Burkins, Kylie Hulver, Terra Marshall

**Board members absent:** Josh (Peyton) O’Conner (Treasurer), Scott Campbell

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

### Meeting Summary:

- Adopted three policies for full-Board engagement
- Discussion of sample letter to new owners
- Discuss in-person Board meetings
- Committee check-ins & miscellaneous updates
- Monitoring Report B7 Communication to the Board approved
- Monitoring Report B8 Board Logistical Support discussed. Approval moved to August meeting.
- Discussion - how to address complaints and operational concerns
- Bobby introduced a new collaboration among three local organizations

**Approve agenda:** Approved as presented.

**Approve minutes:** Minutes of 6-17-2021 approved as presented.

**Proposed changes to meeting for full-Board engagement:** Board agreed to the following policies:

- When approving motions or taking a vote, we will vote individually, either audibly or via chat, if on Zoom
- Create space for dissent – this can be done via chat
- Everyone speaks at least once during the meeting. Flag any agenda items requiring comment and include a “go around” in the agenda so all are prepared to comment.

### Letter to new owners:

Clare presented for consideration a “welcome letter to new owners” from Weaver St. Co-op.

Suggestion to consider – Create an in-store scavenger hunt to encourage getting to know the co-op.

Suggestion to use a “drip” email system to break information down into smaller parts rather than overwhelming with a lengthy email. There may be an option for regular emails, or follow-up emails for new owners. Bobby will check our system to see if this “drip email” is possible.

Terra and Andrea will draft a welcome letter from our Board. Follow up with the rest of the Board via email.

### In-person Board meetings:

- Childcare would be an issue for for some Board members.
- Suggest meeting outside for the next few months.
- Consider blended (Zoom/phone and in-person) meetings rather than have absences. We would need to figure out tech set-up for those unable to attend in person.

- Pauline will look into organizing a social gathering prior to an in-person Board.
- Paul will start an email thread to gauge interest/availability for an in-person August meeting.

**Committee check-ins and miscellaneous updates:** (This will be a standing item on the agenda.)

- Finance Committee meeting is scheduled for Tuesday, Aug. 17, 12:30 pm. In addition to committee members, all Board members are welcome. Will likely have a meeting of the tax working group in conjunction with that.
- Peyton & Paul are working on making sure Board email addresses are in order.
- Updated membership structure language is posted on the website – member benefits page has been corrected.
- Google Drive organization – Jean. It's a slow process, a big job. Will create an “archive” folder for each major area. Suggestion to create a “delete” folder for each major area & have document authors look at & delete documents that are no longer needed. Will be an on-going process.
- Board testimonial for June. Adam will send to Board for input by next Tuesday.
- Bobby – structure of bonus programs – ideas from other co-ops? Most have abandoned incentive bonuses. Bobby & Sage are working on how a bonus might work for us.
- Annual Meeting committee needs to gear up. (Christa, Terra, & Pauline)
- Need to add “recruitment of new Board members” to task list. Update Board application page, particularly dates and deadlines. Elections committee – Andrea, Kylie, RaMa – will work on this.

**Monitoring Reports:**

B7 Communication to the Board

- Policy Governance schedule will be updated on website & in Policy Manual.
- Pauline moved to approve B7, Adam seconded. B7 was approved.

B8 Board Logistical Support

- Current Bylaws need to be updated on the website. Website announcements for Board meetings still say we meet in the MLC. Need direction from the Board on how to announce Board meetings and how to make sure owners can participate if they want to.
- Brief discussion of whether our documents are backed up. Bobby has all Monitoring Reports backed up. Paul has everything backed up. Jean has “official documents” and meeting minutes backed up.
- Move approval to August after above updates are completed.
- Pauline will draft language for website announcement about Board meetings and will send to all.

**GM Report:**

- Bobby has updated the budget with dynamic sales numbers. This adjusted the margin slightly but did not change the net income.
- Q2 is looking good. Merchant accounts have returned, so that will lower our overall margin.
- Expansion update – Email to owners will be sent prior to permit application. Sage will provide a more detailed report (list of all new equipment, when it will be purchased, when delivered, and when installed). Paul requested the reports include an additional column to reflect the running balance of credit line with the bank, so the Board is aware of the degree to which the credit line is being utilized.
- Bobby would like to give a presentation to the Board about the basics of co-op finances. (This presentation was previously given to union reps.) Would like to do in August, if there is time on the agenda.

- Bobby is working on a collaboration to bring together three organizations - the French Broad Food Coop, Patchwork Alliance (a producer-led coop), and Cooperate WNC (nonprofit which promotes cooperative values and mutual aid). They are discussing ways the three organizations can work together (such as selling memberships to each other, being a vendor on Patchwork's website, having them source local foods for us). Bobby will keep us informed. Consider further discussion at the August meeting.

**Miscellaneous:**

Brief discussion of Columinate article about how directors respond to complaints and operational concerns. Pauline will add the document to our Board orientation folder.

**Agenda items not covered or unfinished:**

- Approve Monitoring Report B8

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

- Further discussion of collaboration Bobby mentioned.

**Next meeting will be August 19, 2021, at 5:30 pm.**

Jean Karpen, Board Assistant