

## MINUTES

FBFC Board of Directors Meeting 8-19-2021 This meeting was held online during the Covid-19 pandemic.

Meeting started at 5:40 pm and ended at 7:37 pm.

**Board members present:** Adam Bowers (Vice-President), Josh (Peyton) O’Conner (Treasurer), Jennifer Heeder (Secretary), Andrea Burkins, Scott Campbell, Terra Marshall

**Board members absent:** Paul Schulman (President), Pauline Heyne, Danielle (RaMa) Goldstein, Christa Hamilton, Kylie Hulver

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

### Meeting Summary:

- FBFC Collaboration
- Clare’s departure
- HR
- Presentation on understanding co-op finances
- Monitoring Reports reviewed and approved
- Committee check-ins
- Executive Session

### Calendar Dates:

- Sept. 3 – 6:00 pm – Staff appreciation party
- Nov. 16 – 12:30 pm Finance Committee meeting

**Approve agenda:** Approved as presented. Changes in order of topics as we await quorum.

**Approve minutes:** Minutes of 7-15-21 approved as presented.

### FBFC Collaboration:

Bobby gave a brief update on the new collaboration (see July minutes). Patchwork Alliance will have a “kiosk” at the third register. It will be a spot for their customers to pick up orders one day a week (like a CSA). The ultimate goal is to sell memberships on each other’s platforms and for FBFC be the grocery store on their platform. Cooperate WNC would be the education piece (group decision-making, mutual aid). Cooperate WNC also has a purchasing alliance but should not be competition for us. We will be moving forward slowly with this collaboration.

### Clare’s departure:

- Several Board members expressed thanks and praise for Clare’s work at the co-op.
- Clare’s position will not be filled right away. Since she has done so many “jobs” she will help create a list of those for reference. She will stay on to help with special projects.
- NCG has a new development director who will provide needed admin support for Bobby, particularly with scanning.
- Bobby has taken over payroll and is researching new cost-effective payroll software.
- The Board will check in with Bobby in October to see how things are going.
- Discuss succession plan at the September Board meeting.

## **Human Resources:**

- Discussion of how to field concerns from staff. Brief discussion tonight since 5 Board members are absent.
- Current payroll system is clunky. New system will help with several staff issues (clocking in & out, having paper reports, manually keeping track of PTO).
- Remember – co-op staff had no break, like most people did, when Covid hit. On the contrary, they ramped up and have kept going. They're all tired and stressed...and Covid is ramping up again.
- Question – is it possible to use the union for certain parts of HR function?
- Bobby spoke to how staff concerns are addressed:
  - We have a formal grievance procedure for union staff.
  - We've always been able to resolve any grievance that has come up.
  - Managers are directed to contact the Board.
  - The process is for staff to communicate with Dept manager, Dept manager goes to GM. Staff can also go directly to the GM. There is no mechanism to skip the GM.
  - Bobby found an example of a more robust conflict resolution procedure which includes role-plays for Board members to gracefully disengage, because it's not a Board function to field staff complaints unless they can't be resolved at the store level.
- GM job description states, "Develop and maintain system for employee input and recognition" so this would be a good place to start. Could add something to the staff treatment policy so it would periodically be reported to the Board.
- Action item – Adam will contact Paul and Christa to organize something on this topic for discussion at the next Board meeting.
- Suggestion - Since there is no mechanism for grievance above the GM, make sure we have a system of checks and balances. Should be addressed in the grievance policy.

## **Presentation on the basics of Co-op Finances – Discussion followed.**

- All Board members are encouraged to attend the quarterly Finance Committee meetings. Next meeting is scheduled for November 16, 12:30 pm.
- Question about the possibility of patronage rebates in the future. It is a Board decision. For now, during expansion, it's probably not a good idea, but afterward we may want to reconsider. The most recent patronage rebate (several years ago) was issued as store credit.
- Question re deli: Since that dept has a high margin, are there plans to make it more of a profit center? Yes, the hot bar & salad bar were not profitable. Moving forward, we plan to offer just grab-and-go. The plan is to replace the hot bar/salad bar fixtures with full wall cases, hot & cold, to offer many more products. This will raise the overall store margin.

## **Monitoring Reports:**

- B1 Financial Condition – Motion to approve by Scott, seconded by Peyton. Motion passed.
  - Scott requested a visual of the rolling balance of our loan – would like to see a visual representation of budget/bid/actual figures so we can see how expenditures compare to bids & then to actual costs.
  - Scott also requested that Bobby use 2019 figures for comparison in reports rather than 2020 since 2020 was such an unusual year.
- B8 Logistical Support – Motion to approve by Andrea, seconded by Terra. Motion passed.

- Website announcement about Board meetings has been updated to reflect Zoom meetings.

**Expansion update:** Expansion was discussed at the Finance Committee meeting. Plans are being made for a more in-depth report to the Board in the future.

**Committee check-ins:**

- Tax working group to look into issues with previous accountant – Bobby will check with Sage about getting that group together.
- Board email addresses – a pain to keep up with! Not sure if anyone is really using their Board email address.
- Google Drive – Jean – still working on it. Financial information is especially scattered and disorganized, so that needs to be a priority.
- Board testimonial - Terra will do September.
- Letter to new owners has been completed, thanks to Terra.
- Drip email system (mentioned at the July meeting) will be available with the loyalty bot. Plans are to add this to our POS (Point of Sale) system.
- Annual Meeting:
  - Committee will meet next week to start planning.
  - Bobby & Clare requested to be included in that meeting.
- Board application page updates – no report yet.
- Columinate article on “Complaints and Operational Concerns....” All have read it.
- Subtle Acts of Exclusion – some Board members haven’t picked up books yet.

**Annual Meeting:**

- Tentative date is October 27.
- We will plan for a virtual meeting.
- Suggestion to a virtual business meeting and then just have a party if we’re able to meet in person.

**Executive Session**

**Agenda items not covered or unfinished:**

- Follow up on HR discussion.

**Additional items for next month’s agenda:**

- Discuss succession plan (Policy B9), in light of Clare’s departure
- Future agenda – more in-depth expansion update

**Next meeting will be 9-16-21 at 5:30 pm.**

Jean Karpen, Board Assistant