

MINUTES

FBFC Board of Directors Meeting 07-21-2022. This meeting was held online during the Covid-19 pandemic.

Meeting started at 5:31 pm and ended at 7:09 pm.

Board members present: Adam Bowers (President), Josh (Peyton) O’Conner (Treasurer), Christa Hamilton (Secretary), Paul Schulman, Kylie Hulver, Andrea Burkins, Scott Campbell, Terra Marshall, Kitty Brown (Love)

Board members absent: none

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

Meeting Summary:

- Monitoring Report B7 – Communication to the Board, approved
- Monitoring Report B8 – Board Logistical Support, approved
- Elections and Annual Meeting – date set - Oct 27, 2022
- Christa elected as Board Vice President
- Newsletter discussion
- Executive Session

Calendar dates:

- Thursday, October 27 – 6:00 pm – Annual Meeting of owners – meeting will be via Zoom

Approve agenda: Scott moved to approve the agenda. Motion was seconded and passed.

Approve minutes: Scott moved to approve the minutes of 6-16-22. Motion was seconded and passed.

Owner Comments: none

Monitoring Reports:

- B7 Communication to the Board – Within this report, and regarding the Board’s decision to conduct interviews with staff members, Bobby cited five policy statements wherein he feels the Board could be out of compliance. As part of the report, Bobby stated that “Most of these were part of this report last year when we engaged consultant Jade Barker about board members engaging staff directly about operational matters.” At tonight's meeting Bobby stated that he has no real concerns at this time but wanted to remind the Board of where lines might easily be crossed.

A lengthy discussion followed. Kylie expressed discomfort that the Board would be monitoring itself as to whether we are out of compliance with any of these policies. If, in the future, lines are crossed and it is determined that we are out of compliance, a third party would likely be consulted. Kylie then suggested we get more clarity from Bobby about his specific concerns. Board members were polled about this suggestion and were generally comfortable with the report as it stands, seeing it as a pre-emptive measure.

Christa moved to approve; Scott seconded. Motion passed with one “no” vote from Kylie.

Elections and Annual Meeting:

- Details for the Annual Meeting are confirmed:
 - October 27, 2022, at 6:00 pm (Board will start at 5:30) via Zoom
 - Theme suggested: encourage Halloween costumes, fall harvest, food themes.
 - Include candidate introductions
 - Update what has happened in the store in the last year

- Expansion update
- This will be a formal meeting of owners. Suggestion to offer an in-person social meeting in spring.
- Adam will work up a draft meeting notice by the August meeting.
- The Board agreed to use Kylie's mock-up for a flier to hand out at the register. Bobby will arrange for in-house printing and distribution of the fliers.

Board Officers:

Kylie has stepped down from her position as Vice-President. Christa was nominated to fill the VP slot and was approved. For the time being, Christa will serve as both VP and as Secretary. Scott expressed interest in the Secretary position as training for Treasurer in the future. The Board agreed to consider Scott for the Secretary position at the December Board meeting.

Board Communication to owners:

- Plan for initial newsletter to go out this month. It will include information about the \$12.50 annual ownership fee, list of Board members, Paul's testimonial, save-the-date for Annual Meeting, Board recruitment plug with link to application, photo of the new grocery aisle with link to expansion page, reminder about owner comment period and Zoom link to Board meeting.
- Board members are asked to review the newsletter and comment by July 28. Andrea will then send it to Amy for distribution to owners.

Miscellaneous check-ins:

- Auto-reply for main Board emails – still working on this.
- Email for Board is “info@fbfcboard.org”
- Bobby will put this email on the Board bulletin board and on the website.
- QR codes on receipts? Still working on this.

Future agenda items:

- August – Set deadline for Board applications
- August – finalize wording for Annual Meeting notice to owners
- August - Conversation about DEI in our policies
- December – discuss Scott's interest in serving as Secretary

Next meeting will be August 18, 2022, at 5:30 pm.

Jean Karpen, Board Assistant