

MINUTES

FBFC Board of Directors Meeting January 19, 2017

Meeting started at 5:35 pm and ended at 8:05 pm.

Board members present: Danielle Goldstein (President), Josh Littlejohn (Vice President), Bob LeRoy (Treasurer), Jennifer Heeder (Secretary), Alanna Hibbard, Pauline Heyne, Kelly Fain, Josh O'Conner, Paul Gallimore

Board members absent: Daav Wheeler, Stephanie Swepson-Twitty

Others present: Bobby Sullivan, General Manager (GM); Ryan Prenger, Grocery Manager; Clare Schwartz Outreach Coordinator; Jean Karpen, Board assistant; Owners Rusty Sivils, Ken Huck

Meeting Summary:

- Board Retreat Review
- Discussion – “How to engage the community?”
- Annual Owners’ Meeting set for June 3, 2017
- Discussion of Board committees and committee charters
- Business Plan – brief discussion of draft plan
- Monitoring Report B2 Planning and Budgeting reviewed
- Executive Session held

Calendar Dates:

- February 2, 2017 – “Tradition not Trademark” day, regarding the fact that Fire Cider has been trademarked – FBFC will participate.
- May – dates TBA – CBLD in Raleigh
- May 4, 2017 – owners join or renew by this date to be eligible to vote in 2017 Board elections.
- June 3, 2017 – Annual Owners’ Meeting – business 10:30 to 12:00.

Approve agenda: Agenda was approved as presented.

Approve minutes of 12-15-16. Minutes were approved with one correction. Stephanie Swepson-Twitty was present at the meeting.

Owner Comments: Rusty asked what happened to former Board member, Rosemary Fletcher. She has moved away from Asheville.

Clare noted the Jan 18 newspaper article about local food suppliers in which the FBFC is mentioned.

Board Retreat Review: Dec. 11 Board retreat was reviewed.

How to engage the Community:

Discussion of “Transformative Force” – What does it mean to us?

- Carrying so many local products
- All organic produce
- Education quality has increased
- It’s more about what we want to do rather than what we’ve done. The meaning changes with each generation. We want to appeal to a wider group, don’t settle into being for “insiders.”
- Work to bring people together – Want to do a better job of bringing together disparate groups.

- Employment practices – hiring practices, benefits, creating careers, living wage
- Expansion is a great opportunity to shine a light on transformation; show a different model – show differences between us and other downtown landowners.
- Cooperate with non-profits and other co-ops. Collaborate & support each other’s businesses.
- Big difference between us and corporate chains is we’re not trying to corner the market on everything. We want strong local partners – strengthens the whole community.
- Efforts on the part of management to be inclusive of all communities, neighbors
- We stand out among coops. NCG looks to FBFC as an example.
- Living wage certification has never been done before by a grocery store.

Look at possible events for 2017:

- Make sure each event has a focus/purpose
- GMO issue:
 - A lot of work has been done; there’s a lot of interest. Could do some type of GMO event.
 - Idea – a phone bank event to call companies that probably have GMOs & try to pressure them to make changes. Could be a Board function. Do we need to learn more before proceeding? Shift dialogue away from “does this harm my body” to “consumer has the right to know.”
 - Idea - informational gathering – Daav & Diana Davidson give information.
- Partnerships – co-hosting events, like a local trade show or “local fair”
- Action training – teaching folks how to contact local representatives; here’s how to petition; here’s what your rights are; how to be a civil rights observer; etc.
- Capital Campaign kick-off – gala event
- When we have events, assign a “point person” to work out details for needed tasks. Board members need to be more involved.
- Board members are asked to think about these ideas so we can plan some events for 2017.

Annual Owners’ Meeting: Meeting will be Saturday, June 3, 2017.

Tentative schedule below. Details will be worked out later.

- 10:00 – 10:30 – Gather, reception, meet Board members, coffee, tea, bagels, fruit, snacks, etc.
- 10:30 – 12:00 – Business meeting (may need to go to 12:30)

Election and Nomination committee will work out details for mailings, eligibility for Board candidates, owners’ eligibility for voting, etc.

Committees:

- Committee roles clarification:
 - Power comes from the Board as a whole. Authority is given explicitly from the Board, usually through a charter.
 - Committees should not do anything for which someone else is responsible.
 - Bylaws provision – Board can delegate independent decision-making authority to a committee only if all committee members are Board members.
 - Policy C7 addresses principles of Board committees.
 - Charter gives life span of the committee, outlines committee’s job, board expectations for reports, resources the committee is authorized to use, names of chair and members.
 - It is important to have Board members on these committees and at meetings as advisors.

- Development Committee – Charter is set up so that the committee is advisory, will make recommendations to the Board.
- Capital Campaign Committee – Pauline distributed a draft charter. There are still a lot of questions about what is the committee’s role and what is operation’s role. When the co-op is ready to borrow money for the expansion project, the Board will have a more specific role. If shares are involved, owners will be more involved – will require a bylaws change. Board, GM and owners would all have a role. When Capital Campaign manager is hired, we will need a statement about how the committee will interact with the campaign manager. Committee may help with interviews or job description.
- Election and Nomination Committee – Bob has made several suggestions for election integrity. These should be considered by this committee.

Committee Chairs are asked to upload drafts of committee charters to Google Drive for the February meeting.

GM Report: Draft Business plan was distributed via email and was reviewed. Final business plan will be presented in February. Board members are encouraged to give input.

Monitoring Report: B2 Planning and Budgeting was reviewed and found to be reasonable and acceptable.

Executive Session was held to discuss personnel.

Additional items for next month’s agenda:

- Plan some events for 2017
- Committee charters

Next meeting will be February 16, 2017 at 5:30 pm.

Jean Karpen, Board Assistant