

MINUTES

FBFC Board of Directors Meeting 9-15-16

Meeting started at 5:30 pm and ended at 8:05 pm.

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

Board members absent: none

Others present: Bobby Sullivan, General Manager (GM); Clare Schwartz, Outreach Coordinator; Jean Karpen, Board assistant; Owners - Cari Watson, David Jacobs, Casey Epstein, Rusty Sivils

Meeting Summary:

- Discussion of setting up Nominations/elections committee
- Board orientation
- Board officers elected
- GM contract, initial discussion – continue work in October

Calendar Dates:

- Oct. 1 – Garlic Fest
- Oct. 21 – 23 – LEAF
- Oct. 29 – FBFC Truckload Sale
- Nov. 22 – Customer appreciation Day
- Dec. 11 – Board Retreat – location TBD
- In 2017 The Buzz will become a quarterly publication, possible seasonal. Will have a page for classified ads from owners. We will still have electronic updates.

Approve agenda: Approved as presented. Some items may be shorter than allotted, allowing for extension of other items.

Minutes of 8-18-16 approved as presented.

Owner Comments:

Cari Watson – Want to see how things are working so that when the time comes I can invest & know what’s going on.

David Jacobs – Issue of being barefoot in the coop. There’s no legal reason for you to require me not to be barefoot in the store and I don’t think it’s very cooperative. Other grocery stores don’t bother me about it. Shoes are a negative health issue for me.

(Cari – offered words of support for David’s comments.)

Rusty – Recently read the book “Code Red” in which the author makes a case regarding electronic voting machines – no one observes the counting. The possibility of online voting for FBFC has been mentioned – problems would be possible. We should have paper ballots. This coop actively suppresses democratic member control.

Nominations/elections Committee: Committee needs to address everything relating to the integrity of elections. This will be discussed further at the October Board meeting. Main points/decisions from discussion:

- Need to review Board application to make sure we're getting information we need.
- Skills currently needed on the Board include: finance/accounting, fundraising, outreach, marketing, spectrum from architecture to construction, experience with different socio-economic backgrounds, and legal expertise.
- At the October Board meeting, work on committee structure.
- To fill the current open seat on the Board, contact the first 3 runners-up to see if they are still interested, publicize that we are accepting new applications (deadline Oct. 19), schedule interviews October 27, at 76 Biltmore.
- Jennifer will contact the runners-up by Sept. 22 and will contact Clare to put out the request for more applications.
- Kelly, Bob, Josh L, and Jennifer offered serve on the committee.

Board orientation: Kelly has sent emails with information regarding Board orientation & continuing education. For new Board members, orientation should include:

- Coop history
- Crash course on Policy Governance
- Crash course on our Board structure
- Coop principles
- Ability to access master calendar
- Expectations - will you be able to fulfill them?

Suggestions for new Board members – have a personal interview with each current Board member; assign a “Board buddy”/mentor.

As a Board, we need to create an orientation over the next few months. We are encouraged not go over CBLD information since all Board members should have already taken, or plan to take CBLD 101.

This topic should be discussed further either at the Oct. Board meeting or at the Dec. retreat.

Kelly will research possible sources for continuing education – CBLD, YouTube videos, etc., and will put this information into a Google doc. so all can review & add to it. Suggestion for the retreat - come up with a performance matrix for the Board to measure our progress – a self-evaluation tool.

GM Report: Report was reviewed. Additional discussion - We should make it clear at the beginning of owner comment period that we do not respond during the meeting. Also, we may need to set time limits for speakers. There was a discussion about dogs being allowed in the coop. Policy now is to say, “The health department requires me to ask you about your dog.”

Regarding diversity, consultant Jade Barker has a proposal which Bobby will forward to all.

Officer elections: The following were elected to Board offices:

- President – Danielle
- Vice-president – Josh Littlejohn
- Secretary – Jennifer
- Treasurer – Bob

Danielle proposed that she and Josh act as co-presidents, sharing responsibility. There was no objection. Check with bylaws to see if this is possible, or may need to consider a bylaws change.

GM Contract: All Board members should read documents regarding GM contract which have been previously circulated via email, if you haven't already done so. Contract is due February 1, 2017. We will address this at the October Board meeting. Bobby will provide data for the Board to draft the RFP. He would like a Board member to also do some research regarding GM compensation.

At an owners' meeting several years ago, a resolution was passed regarding the ratio of GM pay to the lowest-paid employee and making that information public. Jean will find the exact wording for the resolution & send to Board members.

Agenda items not covered or unfinished:

- Continue with formation of Nominations/elections committee
- Board orientation
- Address GM contract

Next meeting will be October 20, 2016 at 5:30 pm.

Jean Karpen, Board Assistant