

DRAFT MINUTES

FBFC Board of Directors Meeting 10-20-16

Meeting started at 5:30 pm and ended at 8:02 pm.

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

Board members absent: Kelly Fain

Others present: Bobby Sullivan, General Manager (GM); Jean Karpen, Board assistant; Sage Turner, Finance Manager; Owners – Diana Davidson, Rusty Sivils, Casey Epstein

Meeting Summary:

- Development Committee update
- Elections & Nominations Committee established
- Monitoring reports reviewed B2 – Planning and Budgeting, B9 - GM succession
- Suggested retreat topics

Calendar Dates:

- October 27 – 29 – African Americans in Western NC Conference at YMI and UNC-A
- October 27 – Interviews with Board candidates, 76 Biltmore
- October 29 – FBFC Truckload Sale
- November 9 – Finance Committee meeting, 5:30
- November 22 – FBFC customer appreciation day
- December 11 – Board Retreat

Approve agenda: Approved as presented.

Approve minutes of 9-15-16 approved as presented.

Owner Comments: Rusty read a prepared statement (see attached). Sage thanked the Board for coming together as volunteers.

If an issue which needs further attention comes up during owner comment, it can be put on the agenda for a subsequent meeting. Suggestion to send some type of response, perhaps an email, to the commenting owner. Any response from the Board must be “as one voice.” Rusty raises an issue, “In this age, what makes us a real coop?” which could be a topic for the retreat.

Development Committee update: Sage reporting.

- We have entered into an agreement for a feasibility period with Self-Help Credit Union, Mountain Housing Opportunities, and PFA Architects. Goal of the feasibility period is to have these teams meet each other, talk about the project and the needs and priorities of each group. At the end of the feasibility period, we will establish “The Team.”
- Parking area next to City Bakery will not be included in our project.
- Monday and Tuesday of next week, we begin drilling and testing for soil quality, chemical components, environmental concerns, soils, bedrock, load capacity, etc.
- Half-day meetings, with all teams involved at this time, are scheduled for next Wednesday and Thursday.
- Rough estimate of project timetable:

- Fall & Winter 2016 – feasibility period, culturing partnerships/relationships
- Spring 2017 – design work
- Summer 2017 – Begin process with the city, review periods, changes, etc. Break ground when all that is finished and funding is underway.

Owners' Council – Will meet this Fall. Josh L. will check with Clare and a rep from Self-Help to set the next meeting date & time. Consider a Saturday morning meeting to accommodate working owners.

Elections and Nominations Committee:

- Josh O had prepared a document outlining the purpose, key duties, and membership of the committee. This structural framework document was approved.
- Notification of new applications will be shared with committee members and Board assistant. In the case of an interim vacancy, officers will be included in the notification.
- Details of elections & nominations processes should be built into a written policy document rather than just within the structural documents of the committee.
- Josh O will send a Doodle Poll to set the first meeting. Afterward, much of the discussion could take place without a physical meeting. Initially, plan to meet once a month as there are several elements that need to be put into place right away.
- Committee members do not have to be Board members. If Board members know of anyone outside the Board who might want to be on this committee, contact Josh O.
- Current committee members are Josh O (chair), Danielle, Bob, Josh L, Pauline, and Jean.

Interviews with runners-up from recent election and any new applicants will take place next Thursday, Oct. 27 at 5:30 at 76 Biltmore. Jennifer will contact Kelly to send an email blast to owners as notification that new applications are being accepted and new applicants are also invited to this interview process.

Josh O will create a Google Doc for potential interview questions.

Could consider a second round of interviews if there are additional candidates who can't make the Oct. 27 date.

Jean will re-send applications of runners-up to all Board members.

Follow-up at November Board meeting, discuss interviews, decide whether to appoint a candidate to the vacant seat at that time.

GM Report: FYI reports are being compiled into a binder which is kept in the staff room

Monitoring Report: B2 – Planning and Budgeting, B9 – GM Succession. Reports were reviewed and were found to be reasonable and acceptable.

Miscellaneous: Casey asked if it is possible to post the agenda for Board meetings ahead of time.

Board Retreat – Retreat will be Dec. 11, 10 to 5, at Jennifer's house. Board discussed ideas for possible retreat topics: "What makes us a real coop?"; Capital Campaign skeletal structure; have Karen lead "5 rhythms"; something other than Board work rather than more meeting time. Danielle will check with consultant Jade Barker about possible additional topics/ideas. No decisions tonight. Discuss at November meeting.

Executive Session was held to discuss personnel.

Next meeting will be November 17, 2016 at 5:30 pm.

Jean Karpen, Board Assistant