

DRAFT MINUTES

FBFC Board of Directors Meeting 3-21-13

Meeting started at 5:37 pm and ended at 8:07 pm.

Board members present: Will Kaylor (President), Aja Wright (Vice President), Justina Prenatt (Secretary), Bob LeRoy (Treasurer), Dick Warren, Alanna Hibbard, Susan Bloom, Jennifer Gustafson

Board members absent: Stephen Smith, Sarah Oram, Alisa Kuumba Zuwena

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

Meeting Summary:

- Committee reports
- Review of Strategic Leadership Conference
- GM report
- Monitoring Report 1.0 Ends Policy reviewed
- GM evaluation completed

Approve Agenda: Agenda was approved

Owner Comments: Mare Madsen: I appreciate the presence of the co-op in our community. I do chair massage for employees and appreciate the opportunity to network.

Minutes of 2-21-13 approved as printed.

Committee Reports:

- **Worker/Owners:** Committee will meet soon. Dick had sent out an email with 10 items concerning worker/owners. Bobby, Aja, and Justina will give feedback on those 10 items to Dick.
- **Finance Committee:** We are still communicating with potential auditors. GM is directed to make sure that Bob has copies of the most recent tax return. Note to all Board members: Make sure GM is copied on any correspondence that requests managers to do a task so GM will know what has been requested and can follow up to make sure the request is fulfilled.

Strategic Leadership Conference: Bob, Justina & Dick attended and gave an overview of their experience. Discussion topics and ideas included:

- Benefits of co-ops
- Partnering with city
- One co-op in Roanoke has bought a farm.
- Another, in Milwaukee, sells food to a local hospital.
- Weaver St. Market, in the Chapel Hill area, has gotten rid of all disposable bags.
- Measures for how much local product each customer purchases
- Engage owners in deciding major issues.
- Owners giving input on plans for growth – Board & GM must believe that plans would be enhanced by input from owners.
- Success in most corporations, means more \$ for upper management; not so much for employees. If co-ops are successful, the impact is more lateral – more jobs, better pay, more money to do many things.
- Success would be that the co-op model becomes the standard or norm.
- Use professional marketers.
- How do we engage the community? Better storytelling (getting the word out), partnerships with other organizations in the community, fun & visible events.
- Suggestion for cashiers – provide a brief “Here's what we're about” handout to give to non-owners.
- Make sure that different types of cooperative entities in our area know about each other.
- View the film, “Forks over Knives” - if employees saw it, it would increase enthusiasm for the co-op.

There was a discussion of creating a master co-op calendar for our website, to include national, regional, and local events, conferences, seminars, etc. This would be an important part of our outreach to the community. It could include events that we sponsor as well as other events we want owners to know about. Our GM is committed to having a calendar on our website.

GM Report:

- Bobby was recently asked to sign a petition (on behalf of the Co-op) to repeal the death penalty in NC. The Board has no objection to his signing this petition.
- New items: reusable co-op bags, ad in Mountain Express, Co-op logo.
- Marketing has been outsourced.
- Tokens are now available for using EBT, credit & debit cards at the tailgate market. Shoppers must come into the Co-op to get tokens.
- Farmer's tailgate market starts April 3.
- Recent Human Resources (HR) audit – auditor will submit a “to do” list on findings.
- Bobby recently attended an HR conference. We need to make it clear to our managers that they can go to the Board with issues.
- We need to grow our worker/owner program in a way that will work for us. Bobby looks forward to working with the committee on this.
- We have just finished the first phase of our deli re-structure. More changes are coming.

Monitoring Report: 1.0 Ends Policy This report was deemed reasonable and acceptable.

In response to Bobby's question, “Is monitoring report on 1.0 necessary?” Board members would like to continue this report. GM evaluation date will coincide with this report.

GM asks that, if the Board adds any Monitoring Reports, they be due at the same time as 1.0, since it is fairly quick to prepare.

The Worker/Owner Committee is asked to meet and develop a policy regarding 2.10 (Worker/Owner Program) to send to the GM within 2 months. GM will give input on the policy. At the June Board meeting, the Board will hear the report from the committee. For the July Board meeting, GM will prepare a baseline report for 2.10 (brief history, what's happening at that point). Then in March, 2014, GM will make a full report on 2.10.

Executive Session was held to discuss personnel.

GM evaluation was completed. The Board is very pleased with Bobby's performance. One of the highlights was having the Business Plan stated in terms of Ends Policies. Monitoring Reports are all acceptable.

The Board requests GM to add goal-setting to Monitoring Reports.

The Board directs Bobby to obtain an insurance policy on himself.

The executive committee will meet to renegotiate Bobby's contract. Decision will be at the April Board meeting.

Additional items for next month's agenda: GM contract

Next Meeting will be April 18, 2013 at 5:30 pm.

Respectfully submitted,
Jean Karpen