

Draft Minutes
French Broad Food Coop
Annual Owners' Meeting
June 25, 2011

Board members present: Will Kaylor (President), Aja Wright (Vice President), Allen Mulkey (Secretary), Darcel Eddins (Treasurer), Howard Yarborough, Matt Neill, Gretchen Brown, Justina Prenatt

Scot Quaranda served as **facilitator**. The meeting started at 4:15 pm and ended at 6:08 pm. A **quorum** of owners was present (35).

Meeting Summary:

- **Robert's Rules suspended: use consensus instead**
- **Minutes of 2010 Annual meeting approved**
- **Board members elected**
- **Proposal regarding notification of annual meeting approved**
- **Owner Comments**
- **Committee Reports**
- **General Manager's (GM) Report**

Motion to suspend Robert's Rules of Order was approved and attendees agreed to proceed using consensus for decision-making.

Agenda: (see attached) The agenda was reviewed. Arjuna doSilva asked that Board members introduce themselves. Bob LeRoy asked if there would be an opportunity for a proposal. (Yes, during owner comments) Kasha Baxter asked that questions be repeated by someone at the front of the room, if needed. The **agenda was approved** as presented.

Minutes of Sept. 12, 2010 approved with the following addition at the end. "The GM, Steve Watts, moved to end the meeting. The motion carried and there was no further discussion. Some owners were expecting a discussion which, therefore, did not happen."

Election of Board Members: Paper ballots were distributed to owners as they arrived. Ballot listed two current Board members, Stephen Smith and Gretchen Brown. The Board has also received an application from Emily Svendsen. There were two additional nominations from the floor, Kasha Baxter and Cristina Tionson. Bob LeRoy was nominated, but declined. Owners were asked to write in the 3 additional names on their ballots. 35 ballots were cast. Ballots were tallied by Jean Karpen and Arjuna daSilva. Elected Board members are: Gretchen Brown, Stephen Smith, Emily Svendsen, and Cristina Tionson.

Proposal: Bob LeRoy made the following proposal. The owners ask the bylaws committee to include in the bylaws revision, a requirement of advanced notice to owners no less than 30 days and no more than 60 days in advance of the annual owners' meeting. Prior to approval of bylaws changes, owners request that the Board do this in practice. Proposal was approved.

President's comments: Will encouraged owners to attend Board meetings which are held the third Thursday of each month at 5:30 in the Movement & Learning Center (M & L Center). The Board calendar, listing all meetings, is on the Coop's website. An owner survey is planned and will be administered soon.

Owner Comment and Exchange:

- Jack Krolak – We have a real opportunity to take advantage of the changes at Greenlife Grocery. Lots of folks are not happy with the changes.
- Geri Soloman – The Coop has limited space for people to sit & eat. We have potential for and a need for more space to "hang out." In last year's minutes, a request was made for more diversity on the Board. I don't see that yet.
- Rachel Bliss – Please take more care to see that sale prices ring up accurately.
- Kasha Baxter – I hope that the Coop can provide a low-cost space for non-profits to meet.

- Anne Craig – Non-profits can use the M & L Center. “Thank you” to the Board; we are moving in a good direction. To owners, if you have concerns about the Coop, take action yourself – recruit for diversity on the Board, work on committees. The Board members cannot address every concern.
- Bill Chalk – Is there a plan for better use of our space in order to create more traffic & compete with Greenlife? Response from Will: The development committee has not been active lately; we have had lots of things to get squared away before we work on long-range planning. Long-range planning will be increasingly discussed.
- Justina Prenatt – To owners, feel free to contact any Board member anytime.

Committee Reports:

- **Coop Community**, Allen Mulkey, chair: Next meeting is 8-11-11, 6:00 pm in the old Board room. This committee plans events and oversees both the worker owner program and treatment of consumers. The committee is working on developing ways to increase shoppers and owners and ways to have a presence at festivals and events around town.
- **Human Resources (HR)**, Gretchen Brown, chair: This committee is open to Board members only since it is responsible for evaluating the GM. Aja Wright reported that a staff survey has recently been completed in order to collect baseline data for monitoring the GM. There were 20 respondents and results were generally positive. The GM will use the information to implement an HR system. Survey questions can be made available to owners; data cannot be made public.
- **Finance**, Will Kaylor, chair: This committee is responsible for 3 aspects of the Coop: 1) asset protection, 2) financial condition, and 3) planning and budgeting.
- **Bylaws**, Justina Prenatt, chair: Next meeting will be 7-6-11, 6:00 pm in the old Board room. The committee is working on a revision of the bylaws to clarify some areas. There will be content changes as well. Copies of the work to date are available today and will be on the website. Sunshine asked for strike-throughs so we can see what changes are being proposed. Morna Childers, a committee member, said that some sections have been moved, so strike-throughs will not be helpful. She suggests reading the document article by article. As content changes are developed, they will be highlighted. The goal is to call a special meeting to review and approve the bylaws revisions, hopefully by March, 2012. Question – would you consider mail-in votes for bylaws revisions? Response - yes, our bylaws allow for that.

General Manager's Report: (see attached) Highlights include:

- Sales growth has been exceptional.
- The Wednesday tailgate market did well the first day of the change (opening of a second downtown market).
- We are still working to increase local products.
- Plans are underway for a reset of the store by the end of Summer.
- We are working with some local businesses to sell directly to them from our warehouse.
- The Employee Manual is being updated.

Additional Owner Comments:

- Geri Soloman – (to GM) Tell us some things that are important to you. Bobby's response – taking input from owners; remembering that people are part of business transactions; not pushing my own agenda.
- Rachel Bliss – Find ways to reach out to low income areas. Response – Stephen Smith has a number of contacts in those communities and will be focusing attention there.
- Sunshine Squires – Consider what products will make the Coop more approachable. Be open to carrying products to attract a more diverse group of shoppers. We don't want to appear elitist.
- Matt Neill – Coops often start as buying clubs rather than stores. We are looking at ways to be both.

Respectfully submitted,
Jean Karpen