

DRAFT MINUTES

FBFC Board of Directors Meeting 5-16-13

Meeting started at 5:38 pm and ended at 8:18 pm.

Board members present: Will Kaylor (President), Aja Wright (Vice President), Bob LeRoy (Treasurer), Stephen Smith, Sarah Oram,, Alanna Hibbard, Alisa Kuumba Zuwena, Jennifer Gustafson

Board members absent: Justina Prenatt (Secretary), Dick Warren, Susan Bloom

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

Meeting Summary:

- Minutes approved
- Discussion of Board applicants
- Discussion of Annual Owners' meeting, June 30, 2013
- GM report
- Monitoring reports reviewed: 2.1 Treatment of Consumers, 2.2 Treatment of Staff, 2.3 Financial Condition
- Committee reports

Approve Agenda: Agenda was approved with minor adjustments in time.

Minutes of 4-18-13 approved as printed.

Owner Comments: none

Discussion of Board applicants:

- We have one Board applicant so far.
- For the new Board to be seated in July, we would need to mail ballots before the annual meeting.
- It would be more democratic to allow for applicants at the annual meeting; then do a mailing afterward for voting.
- Suggest that new Board be seated in August, 2013.
- Suggestion for next year to start working on this early enough so that final voting can happen at the annual meeting, with the new Board seated in July.
- GM will see that notice of the current open Board position is posted prominently in the store, at cash registers, and online.
- Board applications will be due at the annual meeting; ballots will be mailed to owners after the meeting.
- If we want to have a professional Board, I'm not interested in last-minute applicants.
- Suggestion to have ballots mailed to owners by July 7; due back by August 1.

Committees:

GM asked if he is supposed to know about or take part in committee meetings. GM should be apprised of committee meetings. Attendance is optional; GM may want to send a representative (another staff member). Committee meetings will be listed on the online calendar which Kelly Fain is managing.

Annual Owners' Meeting discussion:

- Post cards announcing the annual meeting will be sent to owners. Sarah will draft language for this.
- Suggestion to have worker owners phone all owners to announce annual meeting, update owner information, and encourage owners to apply for Board position.
- Post card should include meeting announcement, Board position open, time line for elections, patronage rebate amount.
- Items for agenda may include: discussion of Worker/Owner program; Finance Committee report; Business Plan

GM Report: We are averaging over \$10,000 per day in sales! Our recent presence at LEAF was very successful. We will be hiring an HBC manager, Grocery manager, and assistant Grocery manager. The Farmer's Market token program is working well – tokens can be used for both EBT and credit/debit payments. GM has met with representatives of Just Economics (organization which certifies businesses for paying a living wage). We are ready to move forward with an upgrade in the deli department.

Monitoring Reports:

- **2.1 Treatment of Consumers** - This report was deemed reasonable and acceptable.
 - A consumer survey will go out by the end of June. It will be available online and in the store. GM is asking for approval of the survey. It was suggested that the question, “Have you considered running for the Board of Directors?” be added.
 - Regarding 2.1.8 (cashiers required to ask shoppers if they are co-op owners), it is suggested that we have a small card or brochure to give to non-owners at the register. GM commented that this policy was designed to make people feel they can be included, but it often has the opposite effect, alienating folks and causing discomfort for both cashiers and shoppers. We may need to provide more training for cashiers to address this. It was suggested that Board members could work bagging groceries and interacting with consumers about benefits of co-op ownership.
- **2.2 Treatment of Staff** – This report will be reassessed in June. A Human Resources audit was recently completed, providing a “to do” list which is already being implemented. GM will gather more information about handling of non-union staff in a grievance.
- **2.3 Financial Condition** – This report was deemed reasonable and acceptable.

Discussion of “goals”: There was a brief discussion of goals, with a suggestion that the GM give more specific information about such things as time lines and measurements. GM commented that this would require a lot more time in the office and doesn't feel that is a priority right now.

Worker/Owner Committee: The committee will meet with the GM to discuss unexplored areas for potential worker/owner tasks. GM will provide the committee with a copy of the union contract so that the committee can create a list of worker/owner tasks.

Finance Committee Report: Preparation for the audit process is moving ahead. The committee will consider the bid quotes and will proceed from there. There was a suggestion to talk to consultant Mark Goehring to find someone who has done a co-op audit before.

Agenda items not covered or unfinished: Monitoring Report 2.2, Treatment of Staff

Next Meeting will be June 20, 2013 at 5:30 pm.

Respectfully submitted,
Jean Karpen, Board Assistant