

DRAFT MINUTES

FBFC Board of Directors Meeting 9-18-14

Meeting started at 5:32 pm and ended at 8:25 pm.

Board members present: Justina Prenatt (President), Bob LeRoy (Treasurer), Jennifer Gustafson (Secretary), Sarah Oram, Alanna Hibbard, Pauline Heyne, Kelly Fain, Josh Littlejohn, Danielle Goldstein, Rosemary Fletcher, Daav Wheeler

Board members absent: none

Others present: Sage Turner (Finance and Project Manager); Jean Karpen, Board assistant; Owner – Rusty Sivils

Meeting Summary:

- Owner comment & Board president's response
- Gift & honorarium for Roz – plans finalized
- Plans for Board Study
- Presentation of Development plans
- Monitoring Report 2.3, Financial Condition & Activities approved
- GMO Action Group - discussion

Calendar Dates:

- Thursday, Sept. 25 – Development Committee meeting, 4:30 at Rosetta's Kitchen
- Sunday, Sept. 28 – Owner pot luck
- Thursday, Oct. 2 – Worker Owner Committee meeting 4:30 to 5:30 at Dobra Tea
- Thursday, Oct. 30 – movie “GMO-OMG” at AB Tech 6:00 pm, Ferguson Auditorium
- Saturday, Dec. 13 – Board retreat

Approve Agenda: Agenda was approved as presented

Minutes of 8-21-14 were approved as presented.

Owner Comments: Rusty distributed a written statement to Board members.

Justina responded to Rusty by acknowledging that he has been a dedicated and concerned co-op owner and that the Board appreciates his participation. She feels that he is not taking note of what the co-op *is* doing, but rather focuses on what he feels the co-op is not doing.

- Regarding his statement that there is no real democratic governance, our bylaws are posted online, we constantly encourage owners to attend Board meetings, we stringently follow guidelines in our bylaws about notifying owners.
- Regarding his statement that there is no meaningful worker owner program, we have a very active worker owner committee. The worker owner program is operational and falls under the jurisdiction of the GM. Nationally most co-ops are doing away with worker owner programs, as recommended by NCGA, because of liability issues. Our Board has directed that we do have a worker owner program. We are working to fulfill the need of the co-op while working within union rules concerning tasks.
- Regarding his statement that there is no meaningful Board oversight, the Board operates under Policy Governance. Our role is to oversee the GM. We are much more active than is required.
- We do a lot of outreach trying to involve the community. We get lots of positive feedback from other owners. You (Rusty) are the only consistently negative voice.
- Can you give specifics to address the issues you raise? What are some ways to enact the things you suggest? I don't see that the things you say are true.

Gift for Roz: The Board will honor Roz with a gift for her many years of service to the co-op. Kelly, Josh, & Daav will take care of purchasing and delivering a rolling chair for her. Kelly will arrange a spa treatment for Roz at the Grove Park Inn. (After the meeting, it was made known that Roz already has a chair.)

It was agreed that a staff award for dedication to the co-op will be given annually. The honoree will be chosen by the GM and Department Managers.

Board Study & Seasonal Themes:

Board members are reminded to read the materials for the October meeting. The topic is “Nourishing Community” and materials have been suggested by Sarah & Daav.

Several suggestions were made as to how to handle our study/discussion sessions:

- have the discussion either before or after the Board meeting
- do more business online & make time for discussions
- bring some committee work into the Board meetings
- have an educational component at the end of the meeting so folks can leave if needed
- have a quarterly discussion/education piece
- use the book, *Collective Courage*, as a basis for Nov discussions
- monthly piece, 20 to 30 minutes, read materials, watch a film, then discuss. Be mindful of what to do with the information to be of help to the co-op

Decision was made to have a quarterly discussion. In November, we will choose a topic for the first quarter of 2015. Previous plan for November topic was “Cooperation Among Community Partners.” Suggestion to ask Mark Goehring for resources on this topic, and to look at the “Stronger Together” website.

Development Report: Sage presented an overview of development plans. There was some discussion about the decision-making process. Further discussion will take place at the Development Committee meetings. Sage is authorized to seek an appraisal on the Build It Naturally property.

Monitoring Report 2.3, Financial Condition and Activities, which was reviewed in August, was deemed reasonable and acceptable.

Executive Session was held to discuss personnel. Justina will send the GM contract to attorney Bob Deutsch for review.

GM Report: Report was sent via email.

GMO Action group: AB Tech will present the movie “GMO-OMG” at 6 pm, October 30, in Ferguson Auditorium. FBFC will have a table at this event and we will encourage co-op owners to attend.

GM feels that a GMO audit will be challenging and complicated and may not be in our best interest. The question of how to deal with GMOs in the store hasn't been decided. The group must work closely with the GM. Suggestions include: promote education and community dialogue, educate owners about ways to view the issue of GMOs, provide informational resources, Board should make an official statement (such as, “The Co-op is conducting a long-term or in-depth research project to study GMO issues”), research how other groups are addressing this issue.

Miscellaneous:

- **Executive Committee** will meet via phone conference next week.
- Bob requests that, when scheduling committee meetings, Board members give several options, in order to include everyone who wants to attend.

Agenda items not covered or unfinished: Need to complete schedule for newsletter articles.

Next Meeting will be October 16, 2014 at 5:30 pm.

Respectfully submitted,
Jean Karpen, Board Assistant