MINUTES
FBFC Board of Directors Strategic Planning Meeting 1-9-10

Meeting started at 10:00 pm and ended at 3:30 pm.

Board members present: Chappell Carter (President), Mariate Echeverry (Vice-president), Darcel Eddins (Secretary), Will Kaylor (Treasurer), Aja Wright, Katherine Caldwell, Howard Yarborough, Gretchen Brown, Sloan Pickens. (Chappell left early for personal reasons.)

Others present: Laura Facciponti (facilitator), Steve Watts, (GM); Owners: Jean Karpen (note taker)

Meeting Summary:

- Discussion of owner survey results
- Revise vision statement
- Revise mission statement
- Set a goal for the year - includes assignment for management team

Vision Statement: The vision of the French Broad Food Coop is to be a vibrant community leader fostering a sustainable local market place.

Mission Statement: Our mission is to enhance the quality of life in our community by advancing the cooperative principles.

Elaboration/refinement to follow at January Board meeting and may include these words/phrases:

- healthy partnerships
- responsible practices
- local production
- accessibility
- environmental and social consciousness

Goal for the year: Support an increase in local products throughout the store.

Board members are asked to think about what we, as a Board, need to do to support the achievement of this goal. Come to the January Board meeting with ideas to share. Points to consider include what percentage increase to look for and how to measure it.

The Board of directors requests from the GM a report at the February Board meeting that addresses the ideas for implementation of the 2010 FBFC goal "Increase local products throughout the store."
Questions include:

- What type of increase is feasible?
- How will this happen?
- Who would be responsible for developing and maintaining relationships with local producers?
- Possible time line for implementation.

The Board also requests that an ongoing update on this goal be included in the monthly informational report from the GM.

A brief executive session was held to discuss real estate.

Additional items for January Board meeting agenda:

- Discuss what the Board can do to support achievement of the goal for the year.
- Executive session to further discuss real estate
- Finish/refine mission statement.

Next Meeting will be Thursday, January 21, 2010 at 5:30 pm.

Respectfully submitted,
Jean Karpen
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MINUTES
FBFC Board of Directors Meeting 1-21-10

Meeting started at 5:30 pm and ended at 8:10 pm.

Board members present: Darcel Eddins (Secretary), Will Kaylor (Treasurer), Aja Wright, Howard Yarborough, Gretchen Brown, Sloan Pickens

Board members absent: Chappell Carter (President), Mariate Echeverry (Vice-president), Katherine Caldwell

Others present: Steve Watts, General Manager (GM); Owners: Anne Craig, Jean Karpen (note taker)

Meeting Summary:

- Owner comments heard
- GM Report reviewed
- Approved proposal for archiving
- Board tour of coop-owned buildings/property planned
- Monitoring reports reviewed: 2.6 and 2.9
- Executive session

Approve Agenda: Agenda approved with one addition: Aja has a proposal for request for report from GM on our goal for the year, which is to increase local products in the store.

Minutes of 11-19-09 and 1-9-10 approved as written.

Owner Comment Period: Anne Craig thanks the Board for all their hard work. The store looks great, the worker/owner system works well, the staff is friendly and helpful. She suggests that the coop's website could be a little more clear (example - how to find monthly meetings). A suggestion for the future – perhaps owners who have a product or service to sell could be linked into the coop's website. She feels that the coop ads in Mountain Express are too esoteric.

GM Report: Steve reviewed his report from the management team which addresses the goal of increasing local products. There are several questions for the Board to address or clarify.

Bylaws Committee: The Board requests a status report from the committee at the February Board meeting.

Owner Linkage Committee: The January meeting was canceled due to inclement weather. The next Owner Linkage committee meeting will be Feb. 9, at 5:30.

Policy Committee will assign each Monitoring Report to one of the Board committees. Steve has sent out a suggested tentative schedule for Monitoring Reports beginning this year. He suggests moving 2.4, Financial

Planning, to January. (Report on 2.4 for 2010 will be reviewed in February.) He suggests moving 2.2, Treatment of Staff, to March.

Miscellaneous Business items:

- **Archiving** – We need to have a comprehensive archive that all Board members can access. We also need to clarify who is responsible for updating the Policy Manual. One suggestion is to use "Google documents." The Board approved a proposal to ask Cicada Brokaw to set up an organization system for coop documents and to train Board members in its use. Darcel will contact Cicada to make that request.

- **Tour of buildings** – All Board members who are able to do so will meet at 5:00 on February 18, before the Board meeting, to tour all of the coop-owned buildings and property.

- **Staff survey** results will be reported in March. Aja requests to see raw data as well as analysis of data.

- **Mission & vision** – The Board approved a proposal that the policy committee collate all information relative to mission & vision from the retreat and disseminate it so the Board can complete mission and vision statements at the February meeting.

- **The number of Board members** is under discussion. Bylaws currently state that "The Board shall consist of not less than five nor more than eleven persons...."

- **Goal to increase local products** – Discussion of how to realize this goal. Can we work with local businesses to fill our needs? Board needs to help figure out how to operationalize this directive to Steve. How does policy need to be adjusted in order to operationalize? Some issues have been addressed in Steve's GM report tonight.

Monitoring Reports:

2.6 GM Succession – reasonable, acceptable.

2.9 Capital Stock – reasonable, acceptable.

A special executive session meeting will be held before the next Board meeting. Gretchen will contact everyone to arrange the meeting date.

Next Regular Board Meeting will be February 18, 2010 at 5:30 pm.

Executive Sessions were held to discuss legal issues and real estate.

Respectfully submitted,
Jean Karpen
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MINUTES

FBFC Board of Directors Meeting 2-18-10

Meeting started at 5:00 pm and ended at 8:10 pm.

Board members present: Chappell Carter (President), Mariate Echeverry (Vice-president), Darcel Eddins (Secretary), Will Kaylor (Treasurer), Aja Wright, Howard Yarborough, Gretchen Brown, Sloan Pickens

Board members absent: Katherine Caldwell

Others present: Steve Watts, General Manager (GM); Sage Turner, Finance Officer; Owners: Jean Karpen (note

taker), Rusty Sivils

Meeting Summary:

- Minutes of 1-21-10 approved as written
- Owner comments heard
- Owner linkage meeting set for March 2, 2010 in the Board room
- Monitoring Reports reviewed: 2.3 Financial Condition, 2.4 Financial Planning and Budgeting, 2.1.8 under Treatment of Consumers
- Executive Session held

Approve Agenda: Agenda was approved with one addition - Monitoring Report on 2.4 Financial Planning and one omission – Policy Writing Committee report.

Owner Comment Period: A letter of appreciation and encouragement from Gloria Free was read.

Rusty presented an idea to the board for making donations to local progressive groups. The Board will take this under consideration at the March meeting.

Minutes of January 21, 2010 meeting were approved as written. Follow-up to January minutes, Cicada Brokaw has agreed to set up an organization system for coop documents and to train Board members in its use.

GM Informational Report was previously sent via email. Steve also discussed ideas for "going local," including contacting the new organization "Asheville Grown," designed to promote local economics and local businesses. Board members discussed forming partnerships with producers and maximizing the number of vendors who are coop owners. Steve and the management team need clarity from the Board on this issue.

Finance Committee has begun contacting auditors. Steve requests that, if a CPA firm needs information, they send a request on letterhead. The Board budget will need to be amended to cover this audit.

Owner Linkage Committee: Steve has a list of available worker owner jobs which he will send to Chappell and Sloan. Next Owner Linkage Committee meeting will be 5:30 pm, March 2, 2010 in the Board Room.

Monitoring Reports:

2.3 Financial Condition – reasonable and acceptable
2.4 Financial Planning and Budgeting – reasonable and acceptable
2.8.1 Treatment of Consumers (each shopper asked if he/she is an owner and, if not, invited to become an owner) – not reasonable. There was a brief discussion about providing hard data for compliance with this policy. This report will be resubmitted at the April Board meeting.

Miscellaneous: The Board directs the GM to table real estate issues for now and concentrate on "going local." Steve will be asked to complete a self-evaluation.

Executive Session was held to discuss personnel.

Next Meeting will be at 5:30 p.m. March 18, 2010.

Respectfully submitted,
Jean Karpen

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MINUTES
FBFC Board of Directors Meeting 3-18-10

Meeting started at 5:30 pm and ended at 7:50 pm.

Board members present: Chappell Carter (President), Darcel Eddins (Secretary), Will Kaylor (Treasurer), Aja Wright, Howard Yarborough, Gretchen Brown,

Board members absent: Mariate Echeverry (Vice-president), Katherine Caldwell, Sloan Pickens

Others present: Steve Watts, General Manager (GM); Coop Management Team – Sage Turner, Chris Roland, Emily Svenson, Kelly Fain; Owners: Jean Karpen (note taker), Betty Jackson, Rusty Sivils

Meeting Summary:

- Minutes of 2-18-10 approved with one correction
- Owner comments heard
- Decision to create a process for coop donations
- GM Informational Report reviewed
- Proposal for Board committee structure discussed
- Point-of-sale discounts discussed
- Monitoring Report 2.2, Staff Treatment reviewed

Approve Agenda: Agenda approved as written. Later in the meeting, it was agreed to postpone the executive session until all Board members are present.

Minutes of 2-18-10 meeting were approved with one correction: under Monitoring Reports 2.8, strike the words "not acceptable." "Not Acceptable" indicates that the policy needs to be clarified and that is not the case with this report.

Owner Comment Period: Betty asked Board members to concentrate on ways owners can participate and be a benefit to the coop.
Rusty doesn't feel that the Board is properly fulfilling its duty.

President's comments: In regard to Rusty's proposal last month that the coop donate 1% of gross sales to a local progressive non-profit, Chappell read a list of donations made last year by the coop to non-profits. The amount is almost 1.25% of gross sales. Discussion of the proposal followed; Board members agreed that owners should be involved in deciding to whom donations are given. Rusty was asked to write up a detailed proposal which will outline a process for making donations from the coop. Proposal will include process for application/nomination, qualifications, selection of recipients by owners. This proposal will be presented at the April Board meeting. Chris, Kelly, and Sage will assist with this.

GM Informational Report:

- NCGA (National Cooperative Grocer's Assoc.) will be doing a financial and operational assessment of FBFC. A representative will be here March 25 and 26 to gather information. He will return to Asheville to present findings and analysis to the Board on April 15, 2010. Agenda for that meeting will include 90 minutes for this report.
- Steve reviewed accomplishments of 2009 which will be presented to owners at the annual meeting.
- Steve reviewed his status report on the Board's "local strategy."

Financial Committee/Policy Committee: Plans for a financial audit are on hold until after we receive the assessment analysis from NCGA.

Policy Writing Committee: Prior to the meeting, Will K. had sent, via email, a proposal for restructuring Board committees and for committee oversight of policies (see attached). Under this proposed restructuring, the Policy committee would be dissolved and policy writing responsibilities would fall to the committee assigned to oversee a particular policy. Since four Board members are absent, a decision on this proposal is postponed. Will K. will email information to be considered for this decision.

Worker Owner Committee: There was a brief discussion of costs/benefits of the worker owner program. Board members expressed concern that an increase in point-of-sale discounts may be adversely affecting the coop's financial health. No decisions at this point. Steve reports that discounts are within the budget.

Monitoring Reports:

- 2.2 Staff Treatment – not reasonable. Darcel will contact Cooperative Development Services to obtain further information. The Board wants verified data, which includes a complete professional report from a consultant on letterhead.

Agenda Items Not Covered or Unfinished:

- Executive Session to draft GM evaluation

Next Meeting will be April 15, 2010, at 5:30 pm.

Respectfully submitted,
Jean Karpen

_Attachment_____

Board,

I have now met with two auditors regarding control audits. It has come clear to me that the greatest control falls on us, and we have work to do.
By controls, I mean those functions, limitations, segregation of duty, checks and balanced, etc., that ensure the success of the organization according to mission. Implementation of control is the duty of management, but oversight is our duty.

Previously, we have discussed the issue of dividing all oversight into different committees, assigning various executive limitations to each.
Below is a list of extant committees, and my proposal for a reworking of these committees. There are likely board functions that are not covered by this proposal, and I welcome the input of other board members to complete this process.

I recognize that this proposal comes up against policy governance. However, I believe that our fiduciary responsibility and the bylaws of the coop supersede our governance method. I therefore propose that policy governance be modified to accommodate our oversight.

Active Committees
Owner Linkage Oversight
Financial committee
Policy committee
Nominating committee

Proposed Committees

Product Committee -
Oversight of **New EL** – product policy

Coop Community Community–
2.1 Treatment of Consumers
All owner linkage functions
Nominating

Human resources –

2.0 Global Executive Constraint
2.2 Treatment of Staff
2.6 Emergency GM succession
2.7 Compensation & Benefits
GM evaluation

*Management functions – Grocery, Produce, Front End, Human Resources, Marketing, Finance, HBHC. This committee is responsible for the oversight of each function.

Financial -

2.3 Financial Condition & Activities
2.4 Financial Planning & Budgeting
2.5 Asset Protection
2.9 Capital Stock

Notes:

***Oversight of EL 2.8 is shared by all board members

***Owner Linkage changes name to Coop Community Committee(?) and take up EL 2.1, and Nominating.

***New EL For Product Policy

Current Executive Limitation oversight schedule, and suggested committee of oversight

2.0 Ends	Policy
2.0 Global Executive Constraint	All
2.1 Treatment of Consumers	Owner Linkage
2.2 Treatment of Staff	Human Resources
2.3 Financial Condition & Activities	Financial
2.3 Financial Condition & Activities	Financial
2.3 Financial Condition & Activities	Financial
2.3 Financial Condition & Activities	Financial
2.4 Financial Planning & Budgeting	Financial
2.4 Financial Planning & Budgeting	Financial

2.4 Financial Planning & Budgeting	Financial
2.4 Financial Planning & Budgeting	Financial
2.5 Asset Protection	Financial
2.6 Emergency GM succession	Human Resources
2.7 Compensation & Benefits	Human Resources
2.8 Communication & Support*	All
2.9 Capital Stock	Financial

End attachment

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MINUTES

FBFC Board of Directors Meeting 4-15-10

Meeting started at 5:30 pm and ended at 8:00 pm.

Board members present: Chappell Carter (President), Mariate Echeverry (Vice-president), Darcel Eddins (Secretary), Will Kaylor (Treasurer), Howard Yarborough, Gretchen Brown, Sloan Pickens

Board members absent: Aja Wright

Katherine Caldwell Bauer has exited the Board.

Others present: Steve Watts, General Manager (GM); Management Team: Sage Turner, Kelly Fain, Chris Roland; Owners: Jean Karpen (note taker), Bette Jackson, Rusty Sivils

Meeting Summary:

- Minutes of 3-18-10 approved
- Owner comments heard
- 1% Committee proposal heard
- GM Report
- Decision to use EL (Executive Limitations) Review Teams; policy committee dissolved
- Sloan will chair Owner Linkage Committee beginning in June
- New Board member approved – Allen Mulkey
- Monitoring Reports reviewed: 2.1 Treatment of Consumers

Approve Agenda: Approved with two changes – omit Policy Writing Committee report, give 5 additional minutes to Financial Committee.

Minutes of 3-18-10 Board meeting were approved with one amendment. At the end of Worker Owner Committee, add "Steve reports that discounts are within the budget."

Owner Comments: Bette looks forward to more opportunities for owners to participate. She feels that it really helps the coop.

Kelly thanks owners who came to the Owner Linkage meeting earlier this week.

Sage – Thanks to all for volunteering your time.

1% Committee: Committee members are Rusty, Sage, and Kelly. Rusty presented two proposals for consideration. (See attached.) Discussion followed. Several concerns were expressed: 1) Can we afford it? 2) In-kind donations need to be considered. 3) How will non-profits be chosen? The Board sent the proposals back to the committee for amendments which would make the proposal more acceptable. Amendments should include 1) criteria for choosing non-profits, and 2) percentage of profit, not sales.

President's Comments: Chappell suggested that we set the annual owners' meeting for June 5, 2010. The owner linkage committee will continue to work on this.

Sloan will take over the job of collating owner comments for Board review, which Katherine was doing.

GM Informational Report: Report was emailed to Board on April 8; Steve reviewed. FBFC is part of a pilot project of the NCGA's Development Cooperative. A representative is available to come to Asheville and make a presentation to the Board and management regarding findings from their recent visit and their business plan for the coop. Board members definitely want to meet with him. Darcel will schedule a meeting through Meeting Wizard.

Regarding local strategy, Steve is still waiting for direction from the Board. The coop was included in a recent spot on WLOS TV which showed our "local" signs. We will soon have "Asheville Grown" T-shirts with our logo on the back.

The Food Safety Bill was discussed briefly. Consider sending a statement from the Board to our Senators and Congressmen. Also, consider having a copy of the petition to support this bill in the store.

Financial Committee: The committee is waiting for the report from NCGA's Development Cooperative before taking next steps to structure a process for financial oversight.

Board Committees: At the March Board meeting, Will had submitted a proposal for Board committee structure. After discussion, it was decided that, at each Board meeting, an Executive Limitations (EL) Review Team will be established. The team will prepare an in-depth analysis of the Monitoring Report(s) due 3 months out. All Board members are still responsible for reviewing all Monitoring Reports. For May and June, 2010, we will use the procedure we have been using. Chappell and Darcel will form the first team and prepare for July, 2010 - EL 2.8 Communication and Support to the Board.

Establishing the team will be included in the agenda each month.

This will give us an opportunity to simplify policies, eliminating those we don't need. Steve asks that teams review past Monitoring Reports and meeting minutes to note and eliminate redundancies.

Review teams will take on the responsibilities of the policy committee. That committee is now dissolved.

Sloan will chair the Owner Linkage committee beginning in June, 2010.

Owner Linkage Committee: We now have a worker/owner job list which can be found on the coop's website and in the newsletter. The job list is updated monthly. In the last 15 months, 80 owners attended orientation, 34 of those worked, and 16 worked 3 months or less. We currently have 18 regular worker owners.

Nominating Committee: Allen Mulkey was approved to fulfill Katherine's term on the Board. Aja will be up for re-election at the next annual meeting.

Monitoring Reports: 2.1 Treatment of Consumers was deemed reasonable and acceptable.

In February, the Board requested that Steve resubmit 2.1.8 (not reasonable at that time). This has been resubmitted and found to be reasonable and acceptable.

Miscellaneous: Concern was expressed that the coop is losing its branding, particularly on our Facebook page. Chappell will follow through with Kelly to make sure that our logo is dominant on Facebook and elsewhere as appropriate.

Check-out comments: Will requests time at the next meeting to look at committees again, particularly Product Policy committee. Gretchen reminds Board members that the next GM evaluation will begin in October. Will K. will provide orientation for Allen Mulkey prior to the May Board meeting.

Executive Session was held 7:45 to 7:55.

Additional Agenda Items for Next Meeting:

- Set Review Team for August Monitoring Report.
- Product policy committee discussion

Next Meeting will be at 5:30 pm. May 20, 2010.

Respectfully submitted,
Jean Karpen

Attachment:

1% Committee

4.15.2010 Proposal to the Board of Directors, FBFC:

The 1% Committee proposes the following two ballot measures be added to the ballot for the annual meeting of owners set for June 6, 2010. We propose that the ballot for the annual meeting is a mail in ballot, with return envelope. The committee feels that submitting these proposals to the owners would create owner support and participation if the proposals are approved.

Proposal to submit the following resolution to the ownership of FBFC for a vote:

Whereas it is part of the FBFC vision to be a transformative force in our community and worked, and

Whereas shopping at the co-op would be made more meaningful to our shoppers if they knew that their purchases supported worthy organizations, and

Whereas this program would generate and or save a significant amount of money each month for local progressive groups,

Be it therefore resolved that FBFC shall, beginning within 30 days of the adoption of this resolution, set aside 1% of it's gross Saturday sales to be awarded to local progressive groups that promote progressive social, environmental, or political change and whose work is consistent with the co-ops mission and vision statements.

Be it further resolved that

1. Money shall be paid to these organizations within one week.
2. Donation jar will be kept at register throughout the month and additionally given to the organization.
3. Portion of bulletin board and other in store promotions supporting the organization will be done monthly.
4. Owners will be able to vote in the store and online for organizations.
5. All local non profits (501(c)(3) may request to be the recipient of donations via Marketing Manager.
6. Organization of the month will have the option to table at the store throughout their month.

Proposal to submit the following resolution to the ownership of FBFC for a vote:

Whereas it is part of the FBFC vision to be a transformative force in our community and worked, and

Whereas shopping at the co-op would be made more meaningful to our shoppers if they knew that their purchases supported worthy organizations, and

Whereas this program would generate and or save a significant amount of money each month for local progressive groups,

Be it therefore resolved that FBFC shall, beginning within 30 days of the adoption of this resolution, set aside 1% of it's gross sales to be awarded to local progressive groups that promote progressive social, environmental, or political change

and whose work is consistent with the co-ops mission and vision statements.

Be it further resolved that

1. Money to pay these awards shall be deposited into an account set aside for the purpose of accumulating these funds.
2. The money shall be deposited frequently, at least monthly, such that the money for the awards will be available for distribution. The awards shall be disbursed each year to the recipient groups within 30 days of the annual meeting of owners.
3. Each year, the groups to receive the awards shall be proposed by nominations by FBFC owners, and determined by subsequent voting by FBFC owners at the annual meeting of owners. The mission statement and amount of the annual budget of each nominated group shall appear on the ballot.
4. The amount of each group's award shall be determined by the proportion of votes it receives.

Be it further resolved that the FBFC Board of Directors is directed to execute this program and, if necessary, to adjust product pricing in order to accommodate this gift to the community.

End attachment

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MINUTES
FBFC Board of Directors Meeting May 20, 2010

Meeting started at 5:32 pm and ended at 8:00 pm.

Board members present: Chappell Carter (President), Mariate Echeverry (Vice-president), Darcel Eddins (Secretary), Will Kaylor (Treasurer), Aja Wright, Howard Yarborough, Gretchen Brown, Sloan Pickens, Allen Mulkey

Others present: Steve Watts, General Manager (GM); Sage Turner, Management Team; Owners: Jean Karpen (note taker), Kim Kubicke

Meeting Summary:

- Minutes of 4-15-10 approved
- Director of the Development Cooperative, subsidiary of the National Cooperative Grocers Association (NCGA) to attend June 17 Board meeting
- GM Report
- Owner Linkage meeting set for June 7
- Annual owners' meeting set for September 4, 2010
- Discussion of Board committee structure and Executive Limitations (EL) Review Teams
- Monitoring Report 2.3, Financial Condition, reviewed

Approve Agenda: Strike policy-writing committee; add 5 minutes to "choosing EL Review Team."

Owner Comment Period: no comments

Minutes of 4-15-10 meeting were approved as written.

President's Comments: C.E. Pugh, director of the Development Cooperative, will be asked to attend the June 17 Board meeting to present his findings and business improvement proposal. Board members will have a copy of his report for review prior to that meeting. Steve will contact Peg Nolan to request that NCGA pay all travel expenses for Mr. Pugh. If that is the case, we will allot time at the June Board meeting to discuss the report, provided Board members have a copy beforehand.

Chappell will send a copy of the proposed Bylaws changes to the Bylaws committee members for review. After their input has been processed, the proposed changes will be made available to the owners (website and posting in store) for a comment period prior to any vote on new Bylaws. Discuss further at the June Board meeting.

GM Informational Report: Steve is now sending a weekly report. Steve will be attending the CCMA (Consumer Cooperative Management Association) Conference June 14 – 16, concentrating on "building local economies."

Strategic plan has been revised; executive summary was distributed tonight. Steve will email the new document to Board members. Discussion followed. Points of discussion: We need to define "local." Are we more concerned with environmental or economic impacts of "local?" How do vendors/producers fit within the coop? Do we have a system for getting input from owners about their preferences?

Financial Committee: The committee will be working on a Board budget. Will K. again expressed concern about the safety and security of the coop's documents and records.

Owner Linkage: Committee will meet June 7 at 5:00.

Annual Owners' Meeting will be September 4, 2010. Planning will be done by Mariate, Gretchen, Sloan, and Kim Kubicke.

Board Committees: Board committee structure was discussed. Some Board members expressed concern about the EL Review Teams; there is no continuing oversight. With different people leading the review each month, trends may be missed. No decisions at this point. EL Review Team for August is Will, Darcel, Aja, and Howard. The following committee structure (see minutes of March 18, 2010) was proposed and will be discussed at a later date (Mariate was absent for this part of the discussion):

- Coop Community - Howard, Aja, Sloan, Chappell
- Human Resources – Gretchen, Allen
- Financial – Will, Darcel, Aja

Steve reminded Board members that through Monitoring Reports, Board members exercise their fiduciary responsibility. Steve asks questions in these reports and needs feedback from the Board.

Monitoring Reports, 2.3 Financial Conditions: Report was deemed reasonable and acceptable. There was a suggestion to strike 2.3.2 and 2.3.4, since we do not currently have long term reserves or restricted funds. No action at this time; we may need those sections at some point in the future.

Agenda Items Not Covered or Unfinished:

- Committee structure

Additional Agenda Items for Next Meeting:

- Need Board action on 2.2 for June meeting
- Proposed Bylaws changes

Next Meeting will be at 5:30 pm June 17, 2010.

Executive Session was held from 7:45 to 8:00 to discuss personnel.

Steve reminded Board members to give input about his weekly reports.

Respectfully submitted,
Jean Karpen

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MINUTES
FBFC Board of Directors Meeting 6-17-10

Meeting started at 5:00 pm and ended at 8:02 pm.

During introductions, Mariate reminded Board members that we speak with one voice. In a proposal at the May meeting, she was assigned to a committee in her absence.

Board members present: Chappell Carter (President), Mariate Echeverry (Vice-president), Darcel Eddins (Secretary), Will

Kaylor (Treasurer), Aja Wright, Katherine Caldwell, Howard Yarborough, Gretchen Brown, Sloan Pickens, Allen Mulkey

Others present: Steve Watts, General Manager (GM), C.E. Pugh, director of the Development Cooperative (DC) which is a subsidiary of National Cooperative Grocers Association (NCGA); Owners: Jean Karpen (note taker), Bette Jackson, Justina Prenatt, Lisa Pedersen, Jessica Braun-Ferris.

Meeting Summary:

- Minutes of 5-20-10 approved as written
- Owner comments heard
- Report from C.E. Pugh
- Monitoring Report reviewed: 2.4 Financial Planning
- Board officers will be elected in September
- Annual meeting date changed to September 12, 2010

Approve Agenda: Approved as presented.

Minutes of 5-20-10 were approved as written.

Owner Comment Period: Bette has several concerns. Current Board meeting minutes are not available to owners. The most recent readily-available minutes are from 2008. Owners need to be participating in the governance of the coop. Again, we have food products from China in the store.

Lisa and Jessica are starting a puppet pageant and are looking for partnerships. They feel they may be able to help make the coop a more vibrant place to be and are looking for an event, such as our annual meeting, for a procession or parade. Community workshops are also a possibility.

Report from C.E. Pugh: Mr. Pugh gave an overview of the DC and how it came into existence to help coops with start-up or turnaround. FBFC was referred to the DC by the steering committee of NCGA, East Region. Prior to tonight's meeting, Board members received, for consideration, copies of Mr. Pugh's report on FBFC and a proposed Development Agreement. Board members asked Mr. Pugh a number of questions about how he feels the DC can help FBFC improve, grow, and prosper. All questions were answered to the Board's satisfaction. Board members will consider the information presented and, at the July Board meeting, will decide whether or not to enter into a contract with the DC.

Monitoring Reports, 2.4 Financial Planning: The report was deemed reasonable and acceptable. Board members really appreciate the weekly reports from Steve and find them very helpful.

Board Committees and other updates:

- **Nominating:** Will K. and Howard will serve on this committee. Justina Prenatt has submitted an application to the Board; nomination will be considered at the July meeting.
- **Board Officers:** Officers will be elected after the annual meeting in September.
- **Annual Meeting:** Date has been changed to September 12, 2010. The event will be an expo format with a number of different "stations" for information and activities, including games/activities for children. All pertinent information such as proposed bylaws changes will be posted on the website and in the store prior to the meeting for owner review.
- **Archiving:** Cicada Brokaw will not be able to help with this task.

Additional Agenda Items for Next Meeting:

- Application for new Board member
- From May meeting, need Board action on 2.2

Next Meeting will be at 5:30 pm on July 15, 2010.

Respectfully submitted,
Jean Karpen

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MINUTES

FBFC Board of Directors Meeting 7-15-10

Meeting started at 5:37 pm and ended at 8:05 pm.

Board members present: Chappell Carter (President), Mariate Echeverry (Vice-president), Darcel Eddins (Secretary), Will Kaylor (Treasurer), Aja Wright, Howard Yarborough, Sloan Pickens, Allen Mulkey, and new Board member, Justina Prenatt

Board members absent: Gretchen Brown

Others present: Steve Watts, General Manager (GM); Owners: Jean Karpen (note taker), Bette Jackson, Morna Childers (Bette and Morna served on the Bylaws Committee), Rusty Sivils

Meeting Summary:

- Minutes of 6-17-10 approved
- Bylaws committee reconvened, proposed bylaws revision to be presented to owners for comment
- New Board member, Justina Prenatt approved
- Approved proposal to contract with C.E. Pugh and the Development Cooperative
- Annual meeting plans discussed
- Executive Limitations (EL) Team set for September – Will, Darcel, Aja, and Howard
- Executive Session held
- Monitoring Report 2.8 reviewed

Approve Agenda: Executive session moved to 7:35, Monitoring Report moved to 7:45.

Minutes of 6-17-10 meeting were approved with one correction: Allen Mulkey was in attendance and should be listed under "Board members present." After Board approval, official minutes will be sent to Board members, and Steve will post minutes on the coop's website and in the store.

Owner Comment Period:

- Bette commented that it would be helpful to have the Board meeting agenda posted. This is being done.
- 1% Committee: No report; the committee has not met.
- Bylaws Committee: Morna proposes reconvening the bylaws committee with the original members, some new members, and a Board liaison. Discussion followed. Decision was made to reconvene the Bylaws Committee. Mariate disagreed, but did not block the decision. The committee will include former bylaws committee members, a Board liaison, and other interested owners. Steve will post the following items on the website and in the store:
    - Current Bylaws
    - Proposed new Bylaws drafted by consultant, Thane Joyal
    - Comments from Bylaws committee members

  Steve will also create an email account, bylaws@frenchbroadfood.coop as a means for owners to give feedback on this issue. Comments from owners will be made available to the Bylaws committee.

President's Comments: The Nominating Committee recommended that the Board accept Justina Prenatt's application and appoint her to the Board. Recommendation was approved.

Last summer, the Board approved having a Board assistant. A job description for this position will be posted for one month. At the August Board meeting, applications will be reviewed and a decision will be made.

GM Informational Report: Weekly reports are emailed to the Board. Coop will be open during Bele Chere.

Proposal from C. E. Pugh: The Board approved a proposal to contract with C. E. Pugh and the Development Cooperative for business/financial improvement of the coop. An ad hoc committee, comprised of Will (chair/contact person), Justina, and Aja, will work with attorney Bob Deutsch to finalize the contract and will continue to work closely with Mr. Pugh as the contract is implemented.

Annual Owners' Meeting: Local businesses will be asked to help sponsor the event by donating food and drink. There will be a number of different "stations" for activities, information, etc. An agenda for the meeting will be presented in August.

Aja and Justina will be on the ballot for reelection to the Board. Allen is fulfilling Katherine Caldwell's term and will not be on the ballot this year.

Owner Linkage: Sloan will chair this committee. She has collated owner comments and will disseminate this information to the Board. Regular meetings will be held on the 3rd Monday of each month; Kelly will send out notification of the meetings. Sloan asked for clarification regarding tasks for this committee.

EL Team for September: Will, Darcel, Aja, and Howard.

Discussion followed regarding Board committee structure. In March, Will had proposed restructuring of the Board committees and assigning each of the Executive Limitations to a committee for oversight. This will be discussed further and decided at the August Board meeting. It is proposed that owners may serve on committees.

Darcel will provide orientation, including copies of the policy manual and the bylaws, for Allen and Justina.

Executive Session was held from 7:35 to 7:55 to discuss personnel.

Monitoring Report 2.8 Communication and Support to the Board: The report was deemed not reasonable. Steve was asked to resubmit this report for the August Board meeting.

Agenda Items Not Covered or Unfinished:

- Board committee structure

Additional Agenda Items for Next Meeting:

- Board assistant
- Monitoring Report 2.8

Next Meeting will be August 19, 2010 at 5:30 pm.

Respectfully submitted,
Jean Karpen

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MINUTES

FBFC Board of Directors Meeting 8-19-10

Meeting started at 5:30 pm and ended at 8:07 pm.

Board members present: Chappell Carter (President), Mariate Echeverry (Vice-president), Darcel Eddins (Secretary), Will Kaylor (Treasurer), Aja Wright, Howard Yarborough, Sloan Pickens, Allen Mulkey, Justina Prenatt

Board members absent: Gretchen Brown is on maternity leave

Others present: Steve Watts, General Manager (GM); Owners: Jean Karpen (note taker), Bette Jackson, Matt Neill, Mary Ellen Phillips

Meeting Summary:

- Minutes of 7-15-10 approved with correction
- Annual owner's meeting plans reviewed
- Approved proposal for a monthly owner orientation meeting
- Board Committees established
- Contract with Development Cooperative (DC) approved

Approve Agenda: Agenda approved with one change: move Executive Session to 6:20. Later in the meeting, it was decided that Monitoring Reports would not be reviewed at this meeting and that a second Executive Session would be held before adjournment.

Minutes of 7-15-10 - Under Monitoring Reports, strike the words, “not acceptable.” Minutes approved as

corrected.

Owner Comment Period: No report from the 1% committee; table for tonight, but keep on the agenda for next month.

Bette appreciates having the draft agenda for Board meetings posted in the store. Chappell will see that agenda is posted in the store and on the website each month.

Matt Neill suggested putting the coop's mission and vision statements, as well as a member application form, on the website. Matt has submitted an application for a Board position.

President's Comments:

- New Board application, from Matt Neill, will be reviewed prior to annual meeting.
- Chappell has received a request for refund of owner fee. Request was denied. Darcel will contact the owner.
- The job description for a Board assistant has been formulated and will be posted.

Proposal from Mary Ellen Phillips: Mary Ellen, with Free Range Childhood, addressed the Board to request short term use of the coop's unused warehouse space for an educational program. The coop is unable to help with this request since the space in question is not safe for children and has no bathroom facilities.

Annual owners' meeting/party, September 12, 2010: Mariate has sent letters to 170 local businesses, restaurants, non-profits, etc. for possible participation in this event. Justina and Darcel will help with follow-up phone calls. Post card notification to owners will be sent out soon. The event will run from 12:30 to 3:30, with the owners' meeting from 1:30 to 2:30 and Board meeting at 11:00. Justina has arranged for the band "Snake Oil Medicine Show" to perform. Steve has arranged to have a documentarian who will photograph/document the event. We will also have a participant in the city-wide "Artists with Easels" project. Proposed agenda items:

- Reports from the GM and Board
- Bylaws discussions
- Financial Report
- Election of Board members
- New Business

Owner-Linkage: Sloan distributed and discussed the collation of owner comments. At the last meeting, members felt that the committee needs a mission statement.

The following proposal was approved:

- Establish a monthly owner orientation meeting which will include the presence of a worker owner, a Board member and a staff member. Orientation information will include the following: annual owners' meeting, Board member elections, bylaws*, owner linkage statement, list of available committees, worker/owner statement of the key ways that owners can participate in their coop. *Organizers will use a summary of owner rights and responsibilities which was prepared by the bylaws committee in 2009.

Board Committees: Board Committee structure and oversight of the monitoring of Executive Limitations Policies were approved. Please see below. Committee assignments will be flexible for 2 months; afterward, assignments will be definite. The Board greatly appreciates Will's work on setting up these committees!

Finances: The Coop has a loan with a balloon payment which is due in August, 2011. Steve will inform Board members about current plans to deal with this.

Contract with the Development Cooperative (DC) was approved. The DC committee will follow through with getting the contract signed and will work closely with C. E. Pugh as the plan is implemented.

Executive Sessions were held from 5:57 to 6:27 and from 7:40 to 8:00 to discuss personnel.

Agenda Items Not Covered or Unfinished: Monitoring Reports

Additional Items for next meeting's agenda: Report from 1% Committee

Next Special Meeting will be at 11:00 on September 12, 2010, just prior to the annual owners' meeting.

Next Regular Meeting will be at 5:30 pm. on September 16, 2010.

Respectfully submitted,
Jean Karpen

Standing Committees

Product:	**Howard, Chappell, Aja**
Coop Community:	**Sloan, Chappell**
Human Resources:	**Gretchen, Allen, Darcel**
Financial:	**Will, Darcel, Aja.**

Ad hoc Committees

NCGA-DC:	**Will, Aja, Justina**
Bylaws:	**Justina**
Nominating:	**Chappell, Will, Howard**

Current Executive Limitations and committee of oversight

Ends	**All**
2.0 Global Executive Constraint	**Product**
2.1 Treatment of Consumers	**Coop Community**
2.2 Treatment of Staff	**Human Resources**
2.3 Financial Condition & Activities	**Financial**
2.4 Financial Planning & Budgeting	**Financial**
2.5 Asset Protection	**Financial**
2.6 Emergency GM succession	**Human Resources**
2.7 Compensation & Benefits	**Human Resources**
2.8 Communication & Support to the Board	**All**
2.9 Capital Stock	**Financial**
2.10 Worker Owner Program	**Coop Community**

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MINUTES 9-12-10

FBFC Board of Directors Meeting 9-12-10 (Special meeting prior to Annual Owners' meeting)

Meeting started at 11:14am and ended at 12:00 pm.

Board members present: Chappell Carter (President), Mariate Echeverry (Vice-president), Darcel Eddins (Secretary), Will Kaylor (Treasurer), Aja Wright, Sloan Pickens, Allen Mulkey, Justina Prenatt

Board members absent: Howard Yarborough, Gretchen Brown

Others present: Steve Watts, General Manager (GM); Owners: Jean Karpen (note taker)

Meeting Summary:

- Executive Session held to discuss personnel
- Approved Matt Neill's application to Board position, owners will vote
- Board elections reviewed
- Review agenda for annual owners' meeting

Nominating Committee: Matt Neill's application to fill the vacant Board position was approved. Owners will vote today on electing Matt and reelecting Aja to Board positions. Ask Steve for a copy of the current owner list for the meeting.

Homegrown Celebration: Agenda for the Annual Owners' Meeting was reviewed. Board members are asked to be available prior to the business meeting to answer questions. Darcel will have committee sign-up sheets available outside, prior to the business meeting.

Additional Agenda Items for Next Meeting: A suggestion was made that the Board members get together for a social event – no business.

Next Meeting will be at 5:30 pm, September 23, 2010.

Respectfully submitted,
Jean Karpen

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MINUTES

FBFC Board of Directors Meeting 9-23-10

Meeting started at 5:30 pm and ended at 7:40 pm.

Board members present: Chappell Carter (President), Darcel Eddins (Secretary), Will Kaylor (Treasurer), Howard Yarborough, Sloan Pickens, Allen Mulkey, Justina Prenatt, Matt Neill

Board members absent: Mariate Echeverry (Vice-president), Aja Wright, Gretchen Brown

Others present: Steve Watts, General Manager (GM), Chris Roland, co-interim GM starting 10-1-10, Sage Turner, co-interim GM starting 10-1-10; Owners: Jean Karpen (note taker), Bette Jackson, Rusty Sivils, Lola LaFey, Jonathan Daniels, Trish Byers, Paul Lenakos, Kim Kubicke

Meeting Summary:

- Minutes of 8-19-10 and 9-12-10 approved
- Owner comments heard
- Approved proposal to provide child care for Board members during Board meetings
- Discussion of Board meeting issues and need to encourage owner participation
- Approved proposal to research website uses
- Search committee named (for new GM)
- Board officers to be selected in October

Approve Agenda: Strike "Board Meeting Date and Time" and "Party Committee Report." Agenda approved as amended.

Owner Comment Period:
Lola expressed concern about the contract with NCGA (National Cooperative Grocers' Association) consultant, C E Pugh. Posting the contract on the website was helpful. She feels we could have used a local person and is concerned about the cost of this consultant. She proposes a cap on the amount the Board can spend on consultants.

Rusty reports that the 1% committee has no further input beyond their original proposal which was submitted in April 2010. He suggests that the Board consider not hiring a GM and have Chris and Sage manage the coop. He feels that Policy Governance sets up an adversarial relationship between the Board and the GM. He feels that, if the coop can afford 3/4% for the NCGA contract, we can afford the proposal from the 1% committee. Concerning this owner comment period, there is rarely a response from the Board to owners. Rusty would like to have a mechanism for having an exchange.

Jonathan feels that the annual owners' meeting was not finished. He asks if the other items will be tabled for next year or if they will go to committee. Regarding the NCGA contract, what is the Board's responsibility to exercise oversight as to the staff and management relations?

Bette thanks the Board that steps are being made to improve transparency and owner participation and hopes to see more of this. This period of transition opens windows of opportunity and she believes we will succeed. She asks that people focus on opportunities that will be presented now.

Sage feels that the annual meeting went well.

Steve reminded owners that they can make written comments via the owner comment board and receive a more immediate response. He suggests written comments in order to have a concern and the response documented.

Jean stated that written comments from owners would be helpful for record-keeping.

Minutes of 8-19-10 and 9-12-10 meetings were approved as written.

President's Comments: Welcome to new Board member Matt Neill.

The Board approved having child care for Board members during Board meetings. We will first look to worker owners to fill this need. If needed, we may hire someone.

GM Report: Steve thanked the Board and staff for all of their work. He encouraged Board members to support the interim GM team.

Board meeting issues: Will addressed the fact that, at the annual owners' meeting on September 12, 2010, some owners seemed to feel disconnected from the Board. There was a discussion of ways to engage owners in Board meetings. Ideas included: move the Board meeting to a larger space, move to an accessible space, place the owner comment period later in the meeting, create a mechanism for responding to owner comments, allow Q & A time for owners throughout the meeting, record meetings for podcast.

Steve reminded Board members that there are now several proposals that will dilute profits – 1%, babysitting, . The Board needs to submit a budget in October or November.

No action on this tonight. Board members are asked to put ideas regarding these Board meeting issues in writing and send to Will. This task will go to the Coop Community Committee which will prepare a proposal for the October meeting; Sloan and Allen will help.

NCGA consultant Mark Goehring may be able to help craft our owner comment time.

Website: The Board approved a proposal to ask the marketing manager to find out what it would cost to provide forum areas where owners can make comments online. Additionally, the Board discussed other aspects of website use, including: providing an opportunity to sign up as an owner online (need to check NC law), providing call-in or online ordering & delivery service, payment through PayPal.

Search Committee for the new GM will consist of Board members Allen, Darcel, Mariate, Matt, and Justina. A job description for the GM position will be finalized via email. The search committee will decide the makeup of the entire committee - owners/staff/others. The committee will meet on 9-24-10.

Executive Session was held from 7:12 to 7:22 to discuss personnel.

Board Officers: At the October Board meeting, we will select Board officers in accordance with the Bylaws.

Agenda Items Not Covered or Unfinished:

- Annual Owners' Meeting/party report
- Board Meeting date and time

Next Meeting will be October 21, 2010 at 5:30 pm.

Respectfully submitted,
Jean Karpen

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MINUTES

FBFC Board of Directors Meeting 10-21-10

Meeting started at 5:30 pm and ended at 8:00 pm.

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

Board members absent: Aja Wright

Mariate Echeverry and Sloan Pickens have resigned from the Board.

Others present: Chris Roland and Sage Turner, co-interim General Managers; C.E. Pugh, consultant; Owners: Jean Karpen (note taker), Patrick Olin, Rusty Sivils, David Wheeler, Trish Byers, Kim Kubicke

Meeting Summary:

- Minutes of 9-23-10 approved
- Owner comments heard
- 1% Committee discussion
- Board officers elected
- Search Committee report
- Staff/Board meeting report

Approve Agenda: Agenda approved with the addition of an Executive Session at 7:00 to discuss personnel.

Minutes of 9-23-10 meeting were approved as written.

Owner Comment Period:

David Wheeler – attended the annual owners' meeting and was inspired by several comments made at that meeting. Since our in-store selection is limited, he suggests that we expand our special order option by putting our distributors' catalogs on line and establishing a mechanism for allowing owners to share special orders.

Rusty Sivils – stated that he feels there is no reason for owners to attend Board meetings and that there is no democratic governance of the coop. He felt that, at the owners' meeting, there was no opportunity for other business to be discussed. He noted that there were no Board nominations from the floor. He urges The Board to abide by the bylaws and to hire a General Manager (GM) who believes in democratic governance and cooperative principles.

President's Comments: We now have two openings on the Board. Trish Byers has submitted an application for a Board position.

Concerning the proposal (presented in April, 2010) from the 1% Committee, Chappell made the following clarification. At it's April meeting, the Board asked that the committee modify the proposal in two ways: 1) list criteria for choosing the non-profit to which the coop would donate, and 2) change the request from percentage of sales to percentage of profit. The Board is waiting for the committee to respond to this request and resubmit the proposal with those modifications. There has been no interim report from the 1% committee.

GM Report: Sage reported that 3rd quarter sales are up. Working with consultant C.E. Pugh has been very helpful. The budget for next year is being prepared. The Finance Committee will work up a Board Budget to be included in next year's overall budget.

At the September owners' meeting, owners expressed concern about communication. Sage and Chris are looking at ways to facilitate communication to and from owners.

Chris reports that operations are smooth during this transition period. Deli sales are increasing rapidly and we will be putting more labor into that area. If anyone has ideas as to how to make the bulk room more noticeable, please submit suggestions to Chris.

Board Officers: New Board officers are:

- President – Will Kaylor
- Vice President – Aja Wright
- Secretary – Allen Mulkey
- Treasurer – Darcel Eddins

Board Meeting Issues: We may need to change the November meeting date – will do meeting wizard to

schedule. At the November Board meeting, the Board will discuss possible changes in meeting date, time, and location. The schedule of Board meetings will be posted on the website and in the store and will be updated as needed.

Search Committee Report: A draft GM job description was presented and discussed. The Search Committee will meet again on Oct. 25 to finalize decisions about posting the job opening. The Board hopes to have the GM position filled by January, 2011.

Staff/Board Meeting Report: Justina gave an overview of the meeting. Staff members would like to have an avenue for giving feedback about the GM. Several suggestions were made. These will be discussed further at the November Board meeting:

- Have the staff select an ombudsperson to act as liaison to the Board.
- Create a mechanism for staff to comment directly to the Board; submit a written evaluation of the GM.
- Survey the staff at least once a year – could be part of the Executive Limitations Monitoring process.
- Develop a policy whereby the Board can discipline or censure the GM.

Agenda Items Not Covered or Unfinished:

- Possible changes in Board meeting date, time, location
- Mechanism for staff to give feedback on GM

Next Meeting will be set as soon as possible and posted on the website and in the store.

Executive Session was held from 7:00 to 7:15 to discuss personnel.

Respectfully submitted,
Jean Karpen

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MINUTES

FBFC Board of Directors Meeting 11-18-10

Meeting started at 5:34 pm and ended at 8:03 pm.

Board members present: Will Kaylor (President), Allen Mulkey (Secretary), Darcel Eddins (Treasurer), Chappell Carter, Gretchen Brown, Matt Neill

Board members absent: Aja Wright (Vice President), Howard Yarborough, Justina Prenatt

Others present: Chris Roland and Sage Turner (Co-interim General Managers), C. E. Pugh (consultant), Steve Wolf (consultant), Stephen Smith (prospective owner); Owners: Jean Karpen (note taker), David Wheeler, Rusty Sivils

Meeting Summary:

- Minutes of 10-21-10 approved
- Owner comments heard
- Managers' reports heard
- Report from consultant C. E. Pugh, director of the Development Cooperative of NCGA (National Cooperative Grocers' Association)
- Report from Steve Wolf, CFO for NCGA
- Report from GM Search Committee

Approve Agenda: Agenda was approved as presented. There was a brief discussion of responding to owner comments. Matt addressed owners to say the the Board is working on an online process for responses. A process for responding at Board meetings will be discussed at a later meeting.

Minutes of 10-21-10 meeting were approved as written. We are working on getting copies of the minutes on our website. There will be 12 months of minutes posted in the store.

Owner Comment Period:

Rusty urged the Board to return to the policy of allowing owners to comment at any time during Board meetings and not just at the owner comment period. He distributed information regarding the 1% committee proposal and said that we could be a real coop again by encouraging owner involvement, including giving a discount at the register, and having a real worker owner program.

David Wheeler commented that we need to redefine our niche. Natural foods are now more readily available elsewhere, so we may want to consider adding other layers such as getting involved in production by encouraging people to grow/produce certain items which we would feature. We might consider a way to help farmers get their produce to market by helping with transportation. We could be involved in issues again, be of service to the community, find a way to help those who are struggling due to the recession. Other suggestions include selling bulk food at really low prices, making it easier to buy organic, reaching out to lower income families, becoming involved with a food kitchen. He also suggested a survey to get shoppers ideas about how the coop need to change, what characteristics would facilitate those changes. If the Board does not want to do such a survey, he asks permission to do that himself.

Will stated that, later in the meeting, we will discuss our website, ways for owners to comment, and way of balloting owners (online & in store). The Board will have 2 retreats next year. Topics will include marketing, what we offer to the community, and what we are – who we are in the community.

Darcel stated that owners will be invited to the interviews when final candidates are chosen.

GM Informational Report:

- **Budget** was presented via email to Board members and was approved.
- **Website –** Sage is researching companies that can update our website to provide many more services. The Board authorized Sage to choose a company and contract with them in order to get our new website up & running in January, 2011.
- **Weekly Report:** Sage will send in .pdf format for greater accessibility. Please send feedback about the report to Sage. Will requested that the report specify the current total number of owners.

Report from C. E. Pugh: C. E. spoke briefly about marketing ideas including emphasis on all-organic produce, expanding our deli, and shrinking packaged good. Board members restated their commitment to emphasize local products in the store.

Report from Steve Wolf: Steve, CFO for NCGA, has looked at our balance sheet and helped clarify and clean it up. He strongly recommends a daily deposit and more limited access to the safe.

Miscellaneous: Jean was asked to include the name FBFC and date on title of minutes attachments, not just the date.

GM Search: The committee has received and is reviewing more than 60 applications. The interview format will be decided by the committee and will include a time for owners' questions. The interview process will have a facilitator.

Next Regular Meeting will be at 5:30 pm. on January 20, 2011

Respectfully submitted,
Jean Karpen

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