

## DRAFT MINUTES

FBFC Board of Directors Meeting 4-18-13

Meeting started at 5:35 pm and ended at 8:05 pm.

**Board members present:** Will Kaylor (President), Aja Wright (Vice President), Justina Prenatt (Secretary), Bob LeRoy (Treasurer) via phone, Stephen Smith, Sarah Oram, Alanna Hibbard, Susan Bloom, Alisa Kuumba Zuwena, Jennifer Gustafson

**Board members absent:** Dick Warren

**Others present:** Bobby Sullivan, General Manager (GM); Jean Karpen, Board assistant; Owners – Rusty Sivils

### Meeting Summary:

- Minutes of 3021-13 approved
- Committee reports
- Meeting between Co-op staff and Board is planned
- Annual meeting set for June 30, 2013 at 3:00 pm
- Website has been updated
- NCGA Conference report
- GM Report
- Monitoring Report 2.4 Planning & Budgeting reviewed
- Executive Session

**Approve Agenda:** Agenda was approved with one addition – discussion of an event at which Board members and staff can meet each other.

**Minutes of 3-21-13** were approved as printed.

**Scoop articles** – Jennifer will write the Board Scoop article for June.

**LEAF** – We will have a booth at the festival. Board members are welcome to volunteer to work there.

**Owner Comments:** Rusty asked Board members to review all of the paperwork he has previously presented to the Board. He encouraged Board members to act to make the Co-op relevant – provide things folks really need. The Co-op should be more than just a nice health food store and work program.

**Worker/Owner Committee:** Dick and Bobby met with Ed Mayer to get an update on how the worker/owner program is currently operating. Committee members are reminded that owners Bette Jackson and Darcel Eddins would like to be included in Worker/Owner Committee meetings. After the Annual Meeting, Aja will be off the Board and would like to be part of the Worker/Owner Committee.

**Finance Committee:** Several firms have been contacted regarding our audit, including Crawley-Lee and Gould-Killian. Crawley-Lee has asked for an RPF (request for proposal). We need to get tax forms to each of these firms.

**Meeting between staff & Board:** It was decided that Board members will be invited to the beginning of the next bi-annual staff meeting in order for staff and Board to meet. It was suggested that, as part of new Board member orientation, we schedule a time for meeting staff members. GM will let the Board members know when the next staff meeting is scheduled.

**Annual Meeting:** Meeting date was set for June 30, 2013, 3:00 to 5:00 pm, with potluck and socializing beginning at 5:00. We need to recruit Board applicants. ~~Bob will send a copy of the Board application to GM for posting.~~ GM will see that a copy of the Board application is posted on the website. Will K. will create an agenda to include the following:

- Election of Board members
- General Manager's report
- Committee Reports – Finance, Worker/Owner

- Long-range planning and development report
- Opportunities for owner involvement

**Insurance:** GM will obtain an insurance policy so that Board members are indemnified.

**Website:** New website is up; Board page is coming soon. GM will see that revised (2012) bylaws are posted on the website. Master calendar for the website is in the works. A phrase on the website states, “Not for Profit.” Bobby is seeking clarification on this issue for marketing purposes. Bobby and Bob will work to clarify. We can use the terms, “community owned” or “for community profit.” We are treated as a profit-making cooperative association.

**Conference report:** Jennifer and Bobby recently attended the NCGA (National Cooperative Grocers' Association) Conference in Minneapolis. Jennifer gave a brief overview. The focus was on the competition that many co-ops are now experiencing. Topics and ideas included: telling the co-op story, pointing up differences between co-ops and big box groceries, invigorating downtown areas, supporting hospitals & schools, involvement with other local retailers, being the friendliest grocery store, being prepared for competition.

A suggestion was made that we could partner with other downtown stores to offer a drawing for a gift certificate as a marketing idea.

**GM Report:** Contact with consultant Mark Goehring has been limited lately. Mark is available for consultation with the GM and the Board president.

There has been a gap in communications with owners. We need to contact owners and ask for updated email addresses. GM will follow through with seeing that all owners are contacted before the annual meeting.

**Monitoring Report:** 2.4 Planning and Budgeting This report was deemed reasonable and acceptable.

\$68 of sales per labor hour is considered average; FBFC currently has \$93 of sales per labor hour. Whole Foods will open a store on Tunnel Rd. within 2 years. Katuah Market in Biltmore Village will open in September, 2013.

**Executive Session** was held to discuss personnel.

**Next Meeting will be May 16, 2013 at 5:30 pm.**

Respectfully submitted,  
Jean Karpen, Board Assistant