

Draft Minutes  
French Broad Food Coop  
Annual Owners' Meeting  
June 1, 2014

The meeting started at 2:07 pm. by facilitator Desiree Adaway with welcome remarks and housekeeping. A quorum of owners was not initially present. Owners present agreed informally to suspend Robert's Rules of Order and proceed with the agenda as presented. No action was taken until approximately 3:22, at which time a quorum was present.

### **Meeting Summary:**

- **Owner Comments at the start of the meeting & throughout**
- **President's address**
- **General Manager's (GM) Report, attached**
- **Financial Audit report**
- **Q & A session & additional owner comments**
- **Break out groups & reports, attached**
- **Minutes of 2013 Annual meeting were approved**
- **Worker Owner Program report**
- **Discussion of proposed bylaws revisions**
- **Board candidates introduced**
- **Closing comments from owners**

### **Owner comments:**

- Anne Craig – Thanks to Board & staff. Things seem to be clearer; post card was well stated. We must be doing great!
- Jo Bell – Propose that owners who want to do so could donate a percentage or a dollar amount of their rebate to the hourly staff, as a bonus, at the end of the year.
- Scot Quaranda – Would like to see a report on increasing energy efficiency in the co-op. I wonder if the cooler by the check-out is efficient.
- Kenneth Huck – Volunteered to do an energy survey. Will discuss with the Board.
- Han Winogron – New to Asheville and the co-op. I am bowled over with the co-op! I am interested in and concerned about GMOs in food products.
- Rylin Hansen – Regarding products containing palm kernel oil from plantations, I would like the co-op to check sources of these products to make sure they are being sustainably grown.
- Rosemary Fletcher – I am concerned about customer service and would like to see this addressed.
- Ann Gietzen – I have attended the last 3 events in the parking lot. There is more & more congestion on site. I am interested in using the site more safely & am willing to help with this.
- Joanna Walsh – The customer service issue was mentioned last year and it has not been addressed. Sometimes sale items are out of stock. Request that sale items be checked more frequently and restocked.
- Peggy Newell – I am a relatively new member. Emails are helpful – a good reminder to come to the store.
- Bobby Sullivan – If you have offered services today, give your contact information to Jean Karpen.

### **President's address: Justina Prenatt**

- Regarding owner comments, Justina clarified that our role as a Board does not include making any operational decisions.

- We will make sure Bobby has all your comments. Suggestions for an energy study and donating the rebate will be put on the Board agenda.
- Thanks to all for attending and I encourage you to attend Board meetings. We want to be an example for all of you of the many ways to be involved with your co-op.
- We want to focus on building community, building connections with others, education, food security, and having a good time. We want to be more than a place to buy groceries.
- Board members were introduced. A moment of silence was observed for the recent passing of Kuumba Zuwena, a former board member.

**GM Report: Bobby Sullivan** (full report attached)

- Thanks for all your comments! Participation of owners is key.

**Financial audit report:**

A finance audit was done in late 2013. The auditors reported that our finances and accounting processes are sound! The full report will be in the newsletter. Our net income should be at least .5%; we have exceeded that for the past 3 years. The most dramatic change of the last year was going to a living wage.

**Q & A session and additional owner comments:**

- Kenneth Huck – I have noticed improvement in single service items. Do you track single drinks? Response – no. GM reported that, in the future, we will be able to track this.
- Anne Craig – Can you explain the co-op's relationship to the other businesses which occupy space on our grounds? Response, Sage Turner, Finance Manager – Build-It-Naturally, an auto mechanic, and the Recyclery are all tenants. The building is set to be paid off by August, 2015.
- Rylin Hansen – Having worked at the co-op in the past, I know there are structural problems with the back wall and there is a crack near the entrance to the warehouse. Response – Decisions regarding the building are on hold until we decide about expansion. We are in a 150 year-old brick building. The water leak that created the crack has been fixed.
- Will Kaylor – Question about the value of our property (historic value, current value). Response – we will have an appraisal done before we embark on any expansion.
- Samantha Sachs - Gross profits are high – will you reduce prices? Response, GM – We need to recapitalize – that is what we are doing. We are looking at establishing EDLP (every day low prices).

**Break-out groups:** Owners divided into 5 groups to discuss the question, “What three things do we want to see FBFC doing in the next five years?” A summary of the ideas generated by these groups is included after the end of this document.

**Minutes:** At 3:22 pm, quorum was achieved. Scot Quaranda moved to officially suspend Robert's Rules of Order. The motion carried. Minutes of the 2013 annual meeting were approved as presented.

**Worker-owner program report: Clare Schwartz, Outreach Coordinator**

- Due to liability concerns and changes in laws, most co-ops are eliminating worker owner programs.
- Locally, the Hendersonville co-op has gotten rid of its worker-owner program.
- Our recent audit noted a disproportionately large amount of discounts going to worker owners.
- The union identifies jobs that must be reserved for employees.
- We have identified a new list of jobs for worker owners.
- The goal is for worker-owners to provide a support system and to spread out into the community.
- Examples of jobs include: cleaning in the bulk room, rotating stock, maintaining & cleaning shopping carts, working at special events, directing parking.
- We will have orientation for new worker-owners quarterly.

### **Discussion of proposed bylaws revisions:**

- Voting: The wording in our current bylaws is geared toward voting at the annual meeting. It has been suggested that we amend the bylaws so the focus will be to vote by ballot. We get more owner input by ballot.
- Board nominations: A second change is to end floor nominations for Board candidates. We want excellent candidates who are committed to the 3-year term and all the work it entails. This in no way limits who can apply to the Board. All applications are reviewed. An applicant would be rejected only for a serious reason, such as a conflict of interest. It is still possible to nominate by petition of 10 owners.
- Kasha Baxter – Self application is not listed here. Does it need to be? Response – Our policy has long been that applications are accepted & considered. They are reviewed, appropriate candidates are placed on the ballot or are appointed to fill vacancies.
- For this upcoming election, today is the cut off for nominations.
- In the future, we will state the date that applications must be received. This will avoid errors and make the process clear.
- Kenneth Huck – Is there a member list available? Response – No, not publicly available.
- Bruce \_\_\_\_\_ - I disagree with the Board's ability to deny someone a ballot space. A member should be able to apply and get on the ballot.
- Will Kaylor – The Board does not veto an applicant.
- Joanna Walsh – Suggestion to include a statement on the ballot of the necessity of listing your owner number. Make it prominent!

**Board nominations from the floor:** Marty Greis nominated Rosemary Fletcher. She will complete an application.

**Board candidates introduced:** The following candidates introduced themselves. Each made a brief statement and, in some cases, answered questions from owners.

- Alanna Hibbard – incumbent
- Taumas Sedano
- Josh Littlejohn – incumbent
- Daav Wheeler
- Rosemary Fletcher

Note: Taumas stated that he had a potential conflict of interest. It was later determined that there was a clear conflict of interest, so he withdrew his application and his name did not appear on the ballot.

### **Closing comments from owners:**

- Kenneth Huck – An idea worth repeating – have an all-member social event once a year.
- Clare Schwartz – A possible worker-owner job will be to coordinate a quarterly pot luck, which may include a round table discussion. June 29<sup>th</sup> will be the first such pot luck.
- Michael \_\_\_\_\_ - Thanks to all for their help in putting this together.
- Ed Mayer – What a great job the manager & staff are doing to make the co-op great!

The meeting was adjourned at 4:13 pm.

Respectfully submitted,  
Jean Karpen, Board Assistant