

Minutes from FBFC Board Meeting 8/27/2015

Board members present: Justina Prenatt, Alanna Hibbard, Sarah Oram, Rosemary Fletcher, Danielle Goldstein, Bob LeRoy, Daav Wheeler

Board members absent: Jennifer Heeder, Pauline Heyne, Kelly Fain, Josh Littlejohn and Jean Karpen (Board Assistant)

Management present: Bobby Sullivan and Clare Schwartz

Owners present: Rusty Sivils, Anne Craig, Stephanie Rausch, Diana Davidson

Timekeeper-Alanna, Stacker-Sarah, Notetaker-Danielle

-Agenda is approved-

Action Items:

--Daav will create a meeting poll for our Board members to go to SouthSide Cafe and meet with Miss Hanan

--Daav will also coordinate for the Clean Crops Initiative Committee to table for the Dark Act-- during LAAFF, at Wednesday Tailgate market and in October due to the Non-GMO month

--Bobby will contact Kendra Penland Turner from KP Turner Consulting about scheduling Diversity Training in the 4th Quarter

Check in and announcement of dates:

--Board Retreat with Jade Barker Sunday December 6, 10-5 pm, Location TBD

--Crafting date for LAAFF on Saturday August 29th 12-5 pm

--Organic Fest Sunday August 30th 10-5 pm

--LAAFF is Saturday September 6th 11-9 pm

Owner Comment Period:

--Stephanie with Citizen's Climate Lobby, Bi partisan to address climate change, trained to speak with legislatures, 5-7 people in each and every meeting to talk about climate change, all about action. Trying to push a policy forward called Carbon Fee & Dividend, price carbon & give \$ back to the people, free market solution to get us away from carbon based fuels. Have a bipartisan effort, this is a conservative solution and free market based. Families of 4 by 2025 would end up getting back \$3500 for the year. Asking that we will endorse this Carbon Fee & Dividend. Two letters: one to endorse climate change, and the other is to endorse the Carbon Fee & Dividend. Hope to get a city resolution.

--Anne (owner) wonders that as a food supplier how can we consider this in relation to climate change?

--Rusty finally found the Bylaws on the website. . .and the Vision statement almost certain that it originally said to be a "Transformative force in our Community and our World" instead of ". . .and our Work". The provision that used to allow any co-op members to place a question on the ballot is no longer in the bylaws. . .if somebody could look through it and clarify. Bob did

quietly show to Rusty that the provision that allows 10% of coop owners to place a question on the ballot via referendum, remains as always at bylaws section 2.3.9.

LAAFF Update:

--Crafting date on Saturday from noon-5pm with painting and cutting out hexagons. We need to make a decision about the kids table. Clare is concerned about the staffing for the kid's table and about food for a street festival.

--The classes will be held in the MLC instead of 76 Biltmore due to that space being a mess with construction. The accessibility will be a challenge however it's the best decision for all.

4th Quarter Board Education Topic:

--Our 4th quarter topic will be a study on diversity. Daav spoke with Nicole from Bountiful Cities and she said that she thought that co-op members should take Diversity Training. Bobby will be the Champion for Diversity on the Board of the NCGA. We will consider Kendra hosting a Diversity Training, about 1.5 hours.

--For the third quarter we discussed doing a field trip. We will go to the South Side Cafe, it's a donation kitchen so that anyone can come in and get delicious a lunch, in the Reid Center on Livingston. Daav will do a meeting poll for a meeting with Hasan and our Board members.

Clean Crops Initiative Update:

A team will go through each product and see if it's non-gmo verified, looking for ingredients such as corn and additives. We would write to the company and demonstrate our concern about what's in their products. Annie Avery is working on the spreadsheet. Diana and Rosemary are also involved. Next October is GMO Information Month--Clare has sent out a packet with talking points, etc. Daav would like to write letters during this month. Patrick Battle and Annie Avery are in favor of phoning companies and discussing GMOs. Bobby says it would be great to have a list of the products.

Websites to check out:

<http://www.nongmoproject.org/>

<http://www.responsibletechnology.org/>

Finance Committee Initiative Update:

The committee will take a quarterly schedule--meet the week before our regular Board meeting on Wednesdays with the time of day up in the air: March, May, August and November

--With the intention to look at the quarterly financial reports so the committee can transmit to the Board. . .very important safety measure as we look towards expansion

GM FYI & Monitoring Report:

--Bobby followed up with Self Help Credit Union about being the developer. . .she didn't provide much information. . .it's good timing because of a great experience with Durham. . .if they are the developer they are the ones owning the real estate. They also had a great experience

with East End Co-op. . .and we are more like them as we are a seasoned co-op. Renaissance co-op is also involved with them which is another start up in a food desert.

--Bobby shared with us that an intern for Planned Parenthood if the co-op would allow to put a table out front, with a volunteer, email sign up sheet, information, brochures, EACH Woman Act info, Justina feels we should be in alignment with our End's Policy and the social and economic well being as well as providing education to the community.

--At this time last year we had 1522 members and this year we have 2314 members. The Board would like to table during Owner drive month in October.

--We need to reach out more and partner with groups focused on Diversity. . .Just Economics, Building Bridges. . .focus on working with agencies that have diverse clientele: WIC, Women's Wellbeing and Development Fund. Justina feels that there is a way to reach out to diverse populations but maintain high standards for the food and not sacrifice organic in our End's Policy.

--We've been increasing inventory somewhat over the past 2 years, because in order to secure & keep a 2.5% overall ordering discount via the NCGA/UNFI arrangement, we've had to sustain higher levels of overall product purchasing even while sales of particular products aren't clearing them out as soon.

--The "Special Orders" part of sales includes wholesale sales to certain other businesses, which in their modest way also contribute crucially to our achieving that overall level of product purchasing, that enables the NCGA/UNFI 2.5% discount to be kept.

--The documents that we have been reviewing Monitoring Report 2.3 Financial Condition-- Board finds it reasonable and acceptable

--Break--

Owner's Council discussion:

Owner's Council

We are an adjunct ad hoc committee of the Board of Directors of the French Broad Food Co-op consisting of creative owners with positive, meaningful suggestions and ideas to be considered during the expansion process of the FBFC. We will offer input and work to encourage the full and enthusiastic support of all the FBFC owners for this historic project.

What is the frequency of meeting time? Quarterly? Daav is the Chair of the Owner's Council

Policy Manual update work period:

Section B7-- Approved as stated below

1. Submit monitoring reports that are untimely or inaccurate, or that lack operational definitions and verifiable data directly related to each section of the policy. (no change from previous)
2. same
3. Must not fail to make the Board aware of relevant legal actions, media coverage, trends, public events of the Cooperative, or internal and external changes through a monthly report

structured around Ends Policies.

4. same

5. Must not address Board business with the Board in a way that favors or privileges certain directors.

6. same

Section B8--Approved as stated below

1.same

2.same

3. Allow directors to be without an updated copy of the Policy Manual and the Bylaws.

4. same

5. same

Section B9--Approved as stated below

To protect the Board from sudden loss of GM or financial management services, the GM must not have fewer than one other manager sufficiently familiar with Board, and financial issues and processes to enable her/him to take over with reasonable proficiency as an interim successor.

Members/Owners/Shareholders --what is our language? We need to choose one and be consistent across all language in the Bylaws and marketing materials.

Executive Session

Prepared by Danielle Goldstein