MINUTES

FBFC Board of Directors Meeting 1-19-12

Meeting started at 5:34 pm and ended at 8:04 pm.

Board members present: Will Kaylor (President), Aja Wright (Vice President), Howard Yarborough, Justina Prenatt (Secretary), Emily Svendsen, Cristina Tiongson, Bob LeRoy

Board members absent: Darcel Eddins (Treasurer), Stephen Smith

Allen Mulkey and Gretchen Brown have exited the Board.

Others present: Bobby Sullivan, General Manager (GM); Jean Karpen, note taker; Cici Reed – Fluoride Free Asheville; Owner - Bette Jackson

Meeting Summary:

- Minutes of 11-17-11 approved
- Presentation from Fluoride Free Asheville
- Scoop articles assigned
- Bylaws committee report
- Justina will serve as Board Secretary; Emily will record action items
- GM Report
- Monitoring Report 2.4 Planning and Budgeting reviewed
- First draft of 2012 Business Plan reviewed

Approve Agenda: Replace GM Evaluation report with a report from the bylaws committee.

Minutes of 11-17-11 were approved with the following correction: The section **Board applicant** will read as follows**:** Bob LeRoy submitted an application for Board membership. After a brief discussion of his Board application, Bob was appointed to the Board. His position will be voted on at the next annual meeting.

Owner Comments: Cici Reed, representing Fluoride Free Asheville, gave a brief presentation to the Board about the problems associated with fluoride in our water system. Anyone concerned about this issue is encouraged to visit the website fluoridefreeasheville.org Board members agreed that we are concerned about fluoridation of water. We support the work of Fluoride Free Asheville. The group will address Asheville City Council in the near future. When that date is set, it will be publicized on the coop's website and Facebook page.

Scoop articles: Schedule for Board members to submit articles for the Scoop:

February.....Will
March ….....Darcel
April....….....Cristina
May.....….....Aja
June.....Justina
July.....Howard
August….....Emily
September.....Bob
October.....Will

Bylaws Committee: The committee is continuing it's work. Proposed changes will be voted on at the annual owners' meeting in June. Changes include a limit on the total number of consecutive years an owner may serve on the Board. The committee is currently working on a section addressing dissolution of the coop, should that ever be needed.

The bylaws committee will recommend areas of the policy manual that need to be updated. We will need an ad hoc committee to follow through with these updates.

General discussion of the role of the Board, monthly meetings, and committee tasks. Points of discussion:

- Could consider having fewer meetings.
- It is important to have monthly Board meetings so that owners can attend and be heard.
- Meet to review GM monitoring reports.
- We need better oversight of the worker/owner program.

- Scale back our hand in operations and focus on committee areas such as the worker/owner program.
- The Board has been very active concerning product policy, but with the current management, Board involvement is not needed as much.
- Whose role is it to plan events such as the annual owners' meeting and community-building events? Could use worker/owners to plan and carry out these events. Marketing department should have a large cadre of worker/owners.

Board Secretary: By consensus, Justina Prenatt will serve as Board secretary.

Action items: Emily will record action items at Board meetings and will remind those responsible.

GM Report:

- Department Managers have been reviewed by staff.
- New job descriptions are complete and have been approved by the union.
- We are continuing to do small upgrades in the store (new shelves in the warehouse, painting a sign on the side of the building, working on a new website).
- A May Day celebration is in the planning stages, Justina will help. Date has not yet been set.

Monitoring Report: 2.4 Planning and Budgeting – The report was deemed reasonable and acceptable. Will and Bob will make plans to proceed with next steps for an audit.

Business plan for 2012 is underway and we are excited about our future!

Next Meeting will be February 16, 2012 at 5:30 pm.

Respectfully submitted,
Jean Karpen