

Hendersonville Community Coop Board of Directors Meeting

715 S. Grove Street, Hendersonville, NC

October 26, 2010, 6:05pm

Board Members Present: Ron Angermuller, Beth Beasley, Marilyn Jackson, Susan O'Brien, Laura Miklowitz, Carolyn Widener, Tony Womack

Board Absent: Kristin Harkey, Roger Hull,

Staff Present: Damian Tody, Liz Malloy

Guests: Ruth Apter, Thomas Beckett

Announcements

- Tony's birthday was celebrated with well wishes and delicious apple tarts from the café.
- Transition Hendersonville's next Film Orientation will be held on November 9, at 6:15pm at the Hendersonville Public Library. All are welcome.
- ECOs Annual Meeting was held October 23rd at Woodfield Inn. The event marked 23 years of service in the region. In addition to the meeting, there was a hike and a screening of ECO's latest film, "*Code Blue: Water in the Mountains*" produced by David Weintraub.
- Tony reports that financial support from CBLD via a 3% contract renewal discount is most likely.
- Ron will act as timekeeper and Marilyn will provide a meeting recap.

Approval of the Agenda

- By **consensus**, the Board approved the meeting agenda.
- The "Owner Comments" copy at the bottom of the Agenda requires additional edits. The November Agenda will reflect these changes and a 10-minute time slot will be allocated.

Consent Agenda

By **consensus**, the Board approved the September minutes and the Operations and Financial reports.

Owner Comments

New owner Ruth Apter has a varied co-op background and is interested in learning more about HCC.

Board Education/Year-End Review

The Board reflected on activities and accomplishments during the past year including:

- New Ends developed
- CCMA attendance (3) increased
- Alternate Board Member position created
- Expansion Project planning well underway
- Good leadership in Board Education
- Board Retreat Outcomes: simplify board processes, and save money.
- Good committee work
- Great participation by new board members

Annual Meeting (Governance)

- Laura reviewed the plans, agenda/schedule and board assignments for HCC's 27th Annual Meeting, which has an estimated attendance of 75 owners. Laura will email phone tree assignments to the board and calls need to be completed by November 1st.

GM Report

- Damian reported that Julie is recovering from a hand injury that may keep her out until late December. Jordan and Laura are covering in her absence.
- The NCGA Development Cooperative contract is under review. Damian is comfortable with their work and anticipates signing the contract within the week.
- Expansion Update: Damian has met with First Citizens, Asheville Savings and HomeTrust banks in preparation for future financing. He continues to monitor several possible expansion opportunities.
- Owner and board candidate Thomas Beckett reported on his research of HCC's organizational documents. HCC is fully incorporated in the District of Columbia and is authorized to do business in North Carolina via a Certificate of Authorization issued by the NC Secretary of State. Errors in the original certificate have been corrected and a new authorization certificate has been received. Tom will investigate whether DC incorporation status poses problems in securing member loans outside of NC.

Policy Governance

- BP 7. Board Committee Principles: **in compliance with a rating of 2**. The policy was sent to the Policy Review Committee to draft language guiding the annual review of committee charters.
- GL 10. Environmental Stewardship: **4 of 4 in compliance**. The Board agreed that future reporting should be more outcome focused, while still including adequate information and detail about activities.
- The Board commended Damian for his work on a new Product Policy.

Governance

Committee Reports

Policy Review Committee – **By consensus** the Board accepted the change to BGM3: Delegation to the GM. Beth will distribute an updated policy.

Executive Committee – GM Performance Evaluation (BOARD CLOSED SESSION). Tony will write the GM performance evaluation letter on behalf of the board. The GM contract amendment for FY 2011 was approved by consensus.

- Other -- Policies scheduled for review at the November board meeting are: BP6. Board Member Code of Conduct; GL 5. Financial Conditions and GL 9. Compensation and Benefits. Initial discussion of Ends in November, full review of GL 1. Ends is deferred to the December board meeting. The November meeting will also address a new Plan of Study and Engagement, and a recap of the Annual Meeting.

Meeting Evaluation

All items on the Board Meeting Monitoring Form were rated “satisfactory”.

Meeting adjourned at 8:20pm.

The next monthly board meeting will be November 16, 2010

Respectfully submitted by Liz Malloy, October 29, 2010

Board approved November 16, 2010