

# Hendersonville Community Co-op Board of Directors Meeting

**DRAFT**

60 South Charleston Lane, Hendersonville, NC

January 22, 2024, 5:55pm

**Board Present:** Martin Anderson, M.C. Gaylord, Caitlyn Gendusa, Andrea Larsen, Nicole Mahshie, Angela Prodrick, Marshall Williams **Board Absent:** Tamara Bernazky-Alm, EB McDonald **Staff Absent:** GM Damian Tody  
**Others Present:** Liz Malloy, Board AA

**Welcome/Introductions** – President Angela Prodrick called the meeting to order and the Board introduced themselves.

**Owner/Comments** – None

**Approval of Agenda** – The Board was **in consensus** to approve the Meeting Agenda.

**Consent Agenda** – The Board was **in consensus** to approve the November 2023 Board Meeting Minutes with time edits and contingent on Damian confirming that fiscal date references are accurate.

**GM Report** - GM Damian Tody is absent

- Operations & Financial Report – deferred to February
- Community Room Teaching Kitchen –discussion on use by Free /Clinics deferred to February
- Lakeside Café at Blue Ridge Community College Update: Deferred to February
- Sunflower Kitchen at Oklahawa Brewery Update: Deferred to February

**Policy Governance** – GM Damian Tody is absent

- E1: ENDS Statement- **In consensus** to defer monitoring to February 2024 board meeting.
- GL6: Financial Planning & Budgeting - **In consensus** to defer monitoring to February 2024 board meeting.

## Governance

- Board Elections – Results of the Board Election, held November 3 – December 1, 2023, are:

Owners who signed in to vote: 138; Actual votes cast: 95

- Martin Anderson – 83 - Assigned to three year term, 2023-2026
- Andrea Larsen – 86 - Assigned to three year term, 2023-2026
- EB McDonald – 83 - Assigned to three year term, 2023-2026
- Marshall Williams - 73 - Assigned to two year term, 2023-2025
- Board Officers – The Board was **in consensus** to accept officers’ offer to continue their leadership roles in 2024: Angela Prodrick, President; Marshall Williams, VP; Andrea Larsen, Secretary; Caitlyn Gendusa, Treasurer.
- Payment of Preferred Dividends and Preferred Shares – Deferred to February 2024 board meeting.
- HCC Code of Conduct – the Board reviewed and signed the Code of Conduct agreement.
- 2023-2024 HCC Board Roster – the Board reviewed and updated the new roster.
- 2024 Board Calendar/2024 Board Focuses - the Board discussed clarifying the *Organic Press* publishing schedule and submission deadlines and coordinating GL policy monitoring scheduling with Damian.
- Annual Business Meeting – need to schedule in conjunction with Operations/GM/Finance Manager.
- Board Server/Group Messaging Update – Damian has begun to move Operations to a dedicated Google server. Marshall discussed the Board using “co-op” email addresses, instead of personal emails. Will continue to discuss logistics and timelines for Board to use the Google server.
- Board Committees – discussion of reactivating the Board Development Committee and Owner Engagement Committee Charters deferred to the February Board meeting. The still active Board Operations Committee Charter, will be reviewed in February as well.
- Harvest Celebration – planning the 2024 event needs to be discussed.

## Review of Decisions/Actions

- Deferred to February 2024 board meeting: GM Report - Operations/Financial, Community Room Kitchen/Free Clinics, Lakeside Café, Sunflower Kitchen.
- Deferred to February 2024 board meeting: Discussion/study of 2024 Preferred Share Buyback
- Deferred to February 2024 board meeting: E1& GL6 monitoring
- Deferred to February 2024 board meeting: Review and discussion of board committee charters, active and inactive.
- Further discussions of Board Calendar/2024 Board Focuses to include: scheduling GL policy monitoring in conjunction with Damian; clarifying Organic Press publishing schedule and submission deadlines.
- Schedule Annual Business Meeting in conjunction with Operations/GM/Finance Manager.
- Continue to discuss logistics and timelines for Board use of the dedicated Google server.
- 2024 Harvest Celebration needs discussion/planning.

**The meeting adjourned at 7:00pm.** *Respectfully submitted by E. Malloy, 02.05.24. Board approved 01.26.24.*