

Hendersonville Community Co-op Board of Directors Meeting

60 South Charleston Lane, Hendersonville, NC

January 23, 2023, 5:50pm

Board Present: Tamara Bernazky-Alm, M.C. Gaylord, Caitlyn Gendusa, Andrea Larsen, Nicole Mahsie, Angela Prodrick, Marshall Williams **Board Absent:**, Rachel Stein, Launa Tierney

Staff Present: None **Staff Absent:** GM Damian Tody **Others Present:** Katie Breckheimer and Geri Conley, HCC owners/MountainTrue Waste Reduction Team; Liz Malloy, Board AA

Welcome/Introductions – Guests were welcomed and all in attendance introduced themselves.

Approval of Agenda – The Board was **in consensus** to approve the Meeting Agenda with the addition of Owner Comments.

Owner Comments - Katie Breckheimer and Geri Conley, with the MountainTrue Waste Reduction Team, conducted a followup presentation to the one made in January 2021. Katie highlighted the many great environmental features of the co-op, the improvements made in waste/recycling/compost practices and urged continued progress, especially in seeking sustainable alternatives to single use plastic containers (particularly in the “Grab and Go” case) and the current sandwich bags and to conduct more consumer/owner education. Angela will discuss concerns with Damian and get back with Katie and Geri in the near future. After the presenters left, the Board discussed how to best to support continued waste reduction which, in addition to monitoring progress through the GL10 Environmental policy, might include a social media/education initiative conducted in conjunction with Outreach Coordinator Gretchen Schott.

Consent Agenda – The Board was **in consensus** to approve the November 2022 Board Meeting Minutes.

GM Report – Board directors reviewed financials and the Operations Report prior to the meeting and had no questions.

Governance

- Preferred Share Dividends/Redemptions – the Board was **in consensus** to defer discussion to the February meeting. Angela may conduct a Zoom session to begin a discussion before the next board meeting.
- Code of Conduct – Angela reviewed the BP6 Code of Conduct policy and all directors in attendance signed a *Code of Conduct Agreement and Conflict of Interest Disclosure*.
- Board Roster– Angela asked that directors review their contact information and contact Liz with edits.
- 2023 Board Officers – Marshall Williams will assume the position of VP, joining previously appointed officers Angela Prodrick, president, Andrea Larsen, secretary and Caitlyn Gendusa, Treasurer
- 2023 Board Calendar – Angela presented a *Board Focuses* chart, proposing to replace the board calendar with a simpler format that can be updated throughout the year as needed. The Board was **in consensus** to use *Board Focuses*.
- Board Multi-Year Plan – Angela presented a draft plan of work for the board, stating a two-year plan is most feasible. Taskforces may be assigned to get specific work done. There will be a more in-depth conversation at the next board meeting, along with one on the board’s role in the HCC Strategic Plan that Damian is developing in consultation with Columinate’s Michael Healy.
- Online Board Document Platform – Marshall continues work on this project and will report at future meetings.

Review of Decisions/Actions

- The Board was **in consensus** to defer a discussion of Preferred Share Dividends/Redemptions to the February 2023 board meeting.
- *Code of Conduct Agreements/Conflict of Interest Disclosure* forms were signed by directors in attendance.
- Marshall Williams will serve as the Board Vice President,
- The Board was **in consensus** to use the Board Focuses chart in place of a Board Calendar.
- The Board will hold an in-depth conversation about the Board Multi-Year Plan and the board’s role in the HCC Strategic Plan, currently in development, at the February board meeting.

Executive Session – 6:53pm – 6:56pm to discuss an Emergency Preferred Share Redemption Request.

Regular meeting resumed at 6:56pm. The meeting adjourned at 6:59pm.

Respectfully submitted by E. Malloy, 01.26.23. Board approved February 28, 2023.