

# Hendersonville Community Co-op Board of Directors Meeting

60 South Charleston Lane, Hendersonville, NC

January 26, 2021, 6:00pm

**Board Present:** M.C. Gaylord, Andrea Larsen, Michelle Miller, Angela Prodrick, Trey Singleton, Launa Tierney,  
**Board Absent:** Melany Thum-McAleer **Staff Present:** Damian Tody **Others Present:** Liz Malloy, Board AA, via Zoom; Katie Breckheimer, HCC owner/MountainTrue and Geri Conley, MountainTrue.

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

**Consent Agenda** – The Board was **in consensus** to approve the November 2020 Board Meeting Minutes.

**Study & Engagement – Waste & Recycling at the Co-op**, Katie Breckheimer & Geri Conley, MountainTrue

- Katie Breckheimer and Geri Conley, representing the Plastic Reduction Task Force, part of MountainTrue's Recycling Team, have been meeting with Damian Tody, GM, about recycling at the Co-op and opportunities for improvement that could also be modeled to the community. Katie has written two articles about recycling plastics to be published in the *Organic Press*. She shared with the Board concerns about current limitations in the store and urged the Board to have the Co-op look into alternatives for plastic packaging. Following the presentation, the Board was **in consensus** that this is an Operations issue and asked Damian to look into recycling/package options and report back to the Board. In addition, the Board will review board policies to further tie in objectives for improvements in recycling/packageing.

## GM Report

- GM Damian Tody reviewed the Operations Report and financials.
- The Board was **in consensus** to declare a Patronage Rebate for the fiscal year 2019-2020. Twenty percent of allowed profits will be distributed to owners as rebates and 80 percent will be retained. (The minimum patronage rebate amount received is \$1.)
- The Finance Manager staff position is open. Damian is handling the duties in the meantime.

## Policy Governance

- BP1: Global Governance Commitment: **In compliance**. No revisions needed.
- BP2: Governing Style: **In compliance**. No revisions needed.
- BP3: Board Outcomes: **In compliance**. No revisions needed.
- BP4: Annual Planning: **In compliance**. Needs review. Referred to Board Operations Committee.
- BP5: Officers' Roles: **In compliance**. Needs review. Referred to Board Operations Committee.
- BP6: Board Directors' Code of Conduct: **In compliance**. Needs review. Referred to Board Operations Committee.
- BP7: Board Committee Principles: **In compliance**. Needs review. Referred to Board Operations Committee.
- BP8: Board - Owner Engagement: **In compliance**. Needs review. Referred to Board Operations Committee.
- BP9: Governance Investment: **In compliance**. No revisions needed.
- A new board process was used for policy monitoring.

## Governance

- 2021 Board Calendar – VP Launa Tierney presented the new calendar format which was well received. Committee meeting dates will be tabled until after the virtual Board Retreat on Saturday, January 30<sup>th</sup>.
- 2021 Board Officers –Trey Singleton was appointed Board Treasurer. He will meet with Damian to get underway.
- 2021 Board Committees – Discussion tabled until after virtual Board Retreat on Saturday, January 30<sup>th</sup>.
- New Director Interest – Secretary Andrea Larsen will help with director inquiries.

The regular session of the meeting ended at **7:04pm**.

**Executive Session – 7:04 - 7:08 pm**, to discuss an Emergency Preferred Share Redemption Request.

**Resume General Session –7:08 pm** Secretary Andrea Larsen reported a decision from Executive Session:

The Board was **in consensus** to grant emergency requests for preferred share redemption for 2 requests (3 shares), one being two shares and the other one share, due to financial hardship.

**Review of Decisions**

- Trey Singletary was appointed the 2021 Board Treasurer.
- Annual Meeting dates will be discussed at the February meeting.
- Followup with Damian who is to report back to the Board about recycling/packaging options.
- Board will review board policies to further tie in objectives for improvements in recycling/packaging.
- In consensus to declare a Patronage Rebate for the fiscal year 2019-2020 of 20% to owners, retaining 80%.
- BP4, BP5, BP6, BP7 and BP8 were referred to the Board Operations Committee for review and possible revision.

The meeting adjourned at **7:13pm.**

*Respectfully submitted by E. Malloy, 01.19.21. Edit by A. Larsen, 01.26.21. Board approved 02.23.21.*