

Hendersonville Community Co-op Board of Directors Meeting

60 South Charleston Lane, Hendersonville, NC

August 27, 2019, 6:02pm

Board Present: Michelle Miller, Susan O'Brien, Laura Smith Williams, Melany Thum-McAleer, Carolyn Widener **Board Absent:** M.C. Gaylord, Andrea Larsen, Laura Miklowitz, Michelle Tennant
Staff Present: Damian Tody, GM **Others Present:** Liz Malloy, AA; Chris Berg, Christie Cairnes, Jay Farris, Bob Heltman, Rebecca Rusinow, Trey Singleton and George Wheeler, HCC owners.

Announcements

- Welcome to all and introductions.
- Birthday wishes were extended to Laura Miklowitz and Michelle Tennant.
- Timekeeper – Laura Smith Williams

Approval of Agenda – The Board was **in consensus** to approve the Meeting Agenda with GL2 removed from Policy Monitoring this month. The Board was **in consensus** to accept Damian Tody's request to defer GL2 to the October board meeting for additional data collection.

Consent Agenda – The Board was **in consensus** to accept the June Board Meeting Minutes.

Owner Comments – None

GM Report – Damian Tody reviewed the Operations Report and added the store will close Wednesday, September 4th, for an employee outing. The next *Organic Press*, out in early October, will include board candidate information. Damian will share with the Board the final deadline and publish dates. Patronage Rebate and Preferred Share Dividend mailings were completed.

Policy Governance

- GL5: Financial Condition & Activities: **In compliance on 11 of 12**. The Board was **in consensus** to accept Damian's plan for compliance. Revisions referred to Board Operations Committee in May 2019 are in process.
- GL2: Customer Care: **policy deferred** to October 2019 (see *Approval of Agenda*).
- GL1: Global Executive Constraint: **In compliance on 1 of 1**. No revision needed.

Governance

- Committee Reports:
 - Board Operations – Laura Smith Williams reviewed the proposed FY 2020 Board Budget. The GM Evaluation/Compensation process begins in September and will be on the Board Agenda in October. Approval of a contract will be in late November or early December.
 - Owner Engagement – Susan O'Brien shared early planning for a Harvest Celebration/Meet the Candidates event November 8, from 5-8pm. There may also be "Meet the Candidate" Mondays. Michelle Miller and M.C. Gaylord may co-chair the 2020 Owner Engagement Committee.
 - Board Development – Melany Thum-McAleer reported board recruitment efforts are wrapping up and reviewed upcoming timelines. The Board was **in consensus** that election voting will begin no later than October 14th and will end at midnight November 14th. The Board Development Committee will tally the votes and inform board candidates of the results by end of day November 15th. In accordance with the Bylaws, notice of the election will be posted no later than October 1st. Damian is looking into an all online, "paperless" voting system. Newly-elected board members will attend the November 19th board meeting. The Board briefly mentioned board orientation, board buddies and an "overlap" of incoming and outgoing board members at the January 2020 board meeting. In addition, a future "social" is to be scheduled for the new Board.

Meeting Evaluation– All items on the evaluation form were rated satisfactory.

Executive Session – 7:35 – 7:49pm to discuss financial and personnel matters

Resume General Session – 7:49pm

- Laura Smith Williams, Treasurer, reported decisions made by the Board during the Executive Session:
 - **By consensus**, the Board approved the FY 2020 Board Budget.

The meeting adjourned at 7:50pm.