

Hendersonville Community Co-op Board of Directors Meeting

60 South Charleston Lane, Hendersonville, NC

August 28, 2023, 5:55pm

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

Staff Present: GM Damian Tody **Others Present:** Liz Malloy, Board AA

Welcome/Introductions

Owner/Comments – None

Approval of Agenda – The Board was **in consensus** to approve the Meeting Agenda with the addition of Preferred Share Emergency Redemption Requests during the Executive Session.

Consent Agenda – The Board was **in consensus** to approve the June 2023 Board Meeting Minutes.

GM Report

- Operations & Financial Report – GM Damian Tody reviewed the reports. Cash registers still need to be replaced.
- Community Room Teaching Kitchen renovation is continuing.
- Lakeside Café at Blue Ridge Community College Update: Sales are up with the return of students. New oven installed, may move Co-op bakery operations there.
- Sunflower Kitchen at Oklahawa Brewery Update: The Café is open.

Policy Governance

- GL5: Financial Condition & Activities – **in compliance** on 10 of 11 subsections. The Board accepts Damian's plan for compliance. No revisions needed. Angela noted a need to discuss threshold for capitalizations.

Governance

- 2024 Annual Business Meeting – Looking at potential February/March date. Damian will discuss schedule with Finance Manager John Garzia. Damian requested that a Preferred Share Buy Back discussion be added to a future board agenda.
- Angela reminded board to provide feedback on an email to Mountain True concerning one use plastics.
- Board Vacancy – the Board was **in consensus** to fill the remainder of Launa Tierney's 2022-2025 term via board appointment, superseding a June decision made in Angela's absence and contingent on further discussion.
- Board Elections – Board members with terms expiring in 2023 and eligible for another term need to state their plans ASAP. Candidates for board appointment in the vacant slot will go through the vetting process. Board election dates are to be determined soon, but could potentially be October 2 – October 30, 2023.
- 2023 HCC Board Annual Retreat Recap – Good discussions throughout the retreat. Angela will followup with Michael Healy on a retreat report.
- Fall Owner Engagement Taskforce Recap – Discussion continues on a more informal Fall event, possibly Raffle Baskets and promotion of upcoming Board Elections.
- Board Server/Group Messaging Update – ongoing research by Marshall and AA Liz Malloy.

Review of Decisions/Actions

- 2023 HCC Board Annual Retreat Recap – Angela will followup with Michael Healy on a retreat report.
- GL5: Financial Condition & Activities – **in compliance** on 10 of 11 subsections. The Board accepts Damian's plan for compliance. No revisions needed. Angela noted a need to discuss threshold for capitalizations.
- Board Vacancy/Elections - Board was **in consensus** to fill the remainder of Launa Tierney's 2022-2025 term via board appointment. Potential election dates of October 2-October 30.
- 2024 Annual Business Meeting – Looking at potential February/March date. Damian will discuss schedule with Finance Manager John Garzia. Damian requested that a Preferred Share Buy Back discussion be added to a future board agenda.

Executive Session – 7:00 – 7:12pm to discuss the GM RFP and two Preferred Share Emergency Redemption requests.

Regular meeting resumed at **7:12pm**.

The meeting adjourned at 7:12pm.

Respectfully submitted by E. Malloy, 09.09.23. Board approved 09.25.23.