

Hendersonville Community Co-op Board of Directors Meeting

60 South Charleston Lane, Hendersonville, NC

August 28, 2018, 6:00pm

Board Present: Steve Breckheimer, Stefanie Kompathoum, Andrea Larsen, Laura Miklowitz, Susan O'Brien, Laura Smith Williams, Michelle Tennant, Kevin Todd, and Carolyn Widener

Staff Absent: Damian Tody, GM **Others Present:** Christie Cairnes, Luda Goodrich, Melanie Thum McAleer, Michelle Miller, Owners; Liz Malloy, AA.

Announcements

- The guests, all considering a board candidacy, were welcomed and introductions made.
- Happy Birthday wishes to Michelle Tennant, Laura Miklowitz and Stefanie Kompathoum.

Approval of Agenda – the Board was **in consensus** to approve the meeting agenda.

Owner Comments – Luda Goodrich thanked the Board for their work.

Consent Agenda

By consensus, the Board accepted the June 2018 board meeting minutes with edits, the financial reports and committee summaries of work for Board Operations and Board Engagement. The Board Development summary was deferred to the September board meeting.

GM Report

- Steve Breckheimer reviewed the Operations Report in Damian Tody's absence. Questions submitted before and during the meeting will be sent to Damian for a response.

Policy Governance Review

- GL2 Customer Care: **In compliance on 4 of 5**. The Board supported a proposal, from Board Operations and Damian, to change the policy to a customer survey every two years. The policy was referred to Board Operations for revisions to be approved by the Board in September. The Board would like a new survey and report in 2019 and more customer data.
- GL5 Financial Conditions & Activities: **In compliance on 12 of 12**. No revision needed.
- GL9 Compensation & Benefits: the Board was **in consensus** to defer the report to November 2018, in order to include **new** data on compensation and benefits.
- BGM5 Monitoring GM Performance: **In compliance**. No revisions.
- BP5 Officers' Roles: **In compliance**. No revisions.
- The Board was **in consensus** to defer the GL3 monitoring report, currently scheduled for November 2018, to a later date, in order to include data on staff relations. The Board would like to discuss plans for an HR Audit and staff survey in November with no report due.

Governance

- Owner Engagement Committee – Provided an update on the 35th Anniversary Celebration. There may be a possible Wine & Cheese "Meet the Candidates" in October.
- Board Development Committee – Board recruitment efforts generated 21 interested owners with as many as six final candidates. Improved signage and "Meet the Board" events were a success. The application packet will be revised in January 2019. The Board Welcome packet will be reviewed in September and the new board orientation is scheduled for November 19th, 6-8pm.

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- Board Operations Committee –
 - **Audit vs. Review** – Following discussion, the Board recommended conducting a financial review this year, if Damian agrees, and begin consideration of a possible 2019 audit earlier in the year. In addition, the Board would like the 2018 review to address prior areas of improvement from recent audits and reviews and possibly a procedures review.
 - **Board Budget 2018-2019** – A draft budget was reviewed. Stefanie Kompathoum will email a revised budget for board approval via email, which will be read into the September minutes.
 - Michelle Tennant would like to see our last tax return and a copy of the Flex Plus 5 Board Insurance Policy.
 - The next call with consultant Michael Healy is September 19th at 5pm.

Gratitudes were expressed to owners in attendance.

The meeting adjourned at 8:12pm.

*Respectfully submitted by L. Malloy, 09.10.18 Edited by S. Breckheimer, 09.10.18 and M. Tennant, 09.11.18.
Board approved September 25, 2018.*