

Hendersonville Community Co-op Board of Directors Meeting

60 South Charleston Lane, Hendersonville, NC

January 22, 2019, 6:00pm

Board Present: Andrea Larsen, Laura Miklowitz, Michelle Miller, Tammy Muehlenz, Susan O'Brien, Laura Smith Williams, Michelle Tennant, Melany Thum-McAleer, and Carolyn Widener **Staff Present:** Damian Tody, GM **Other Absent:** Liz Malloy, Admin. Asst.

Announcements

- Times-News article reflecting on 2018 announced the celebration of the Co-op's 35th year.
- The Board recognized the passing of long-time owners and supporters of the Co-op: Joan Kennedy, Bill Gessner and Marcia Clarke.
- Laura Miklowitz addressed the Board with brief information regarding open conversations and the goals of the Board's work.

Approval of Agenda & Consent Items – the Board was **in consensus** to approve the meeting agenda, with additions of moving the Executive Session to the beginning of the meeting and the addition under Governance, Board Development, of CCMA information, and to approve the November minutes as edited.

Executive Session – 6:15pm - 7:03pm, to discuss Preferred Shares and Patronage Rebates.

Study & Engagement - Michelle Tennant led discussion on expanding and growing with information on take-aways from articles, shares and how it applies to our HCC.

GM Report

Damian Tody reports solar project still in progress. It will require a power outage so they are working on the best time for that to occur. Solid sales growth noted, considering new grocery competition in town. Laura Smith Williams congratulated Damian on 3600 owners and Michelle T expressed joy about fingerprinting and technological advances.

Policy Governance Review

- BP4 Annual Planning: **In compliance on 2 of 2**. Referred to Board Operations for revision.
- BGM2 Unity of Control: **In compliance on 2 of 2**. No revisions needed.
- BGM1 Global Governance/GM Linkage: **In compliance on 1 of 1**. No revisions needed.

Governance

- Owner Engagement Committee – The Board was **in consensus** to combine Owner Engagement and Board Development committees, as of now. Possible name for new combination- “Engage and Develop.” Meeting times first Tuesday of the month from 5-6 in the Deli. A discussion was held on the Annual Business Meeting on February 9th regarding agenda, assignments, signage and media. It was decided to do an email blast rather than a phone tree to contract owners
- Board Development Committee-- Local diversity training opportunities discussed. New directors shared take-aways from CBL 101. Tammy Muehlenz learned a lot from seeing each co-op breakdown their history, Melany Thum-McAleer understood the content of the 101 packet more clearly and Michelle Miller got clarification on how good we have it as well as got to meet other people from other co-ops. Plans were made for Michelle T, Melany and Tammy to attend the Co-op Cafe in Durham on February 23rd. Plans were shared to shorten Board Recruitment Packet and edit Candidate Information handout. Michelle T to submit proposals to present at CCMA.
- Board Operations Committee - Retreat set for May 18. Board calendar to be reviewed to add information about retreat and to add items from the meetings/ideas checklist. Laura M. and Tammy to serve on Owner Engagement committee. Laura SW, Michelle M, Susan O'Brien, and Andrea Larsen to serve on Board Operations Committee. Michelle T and Melany to serve on Board Development Committee.
- **Meeting Evaluation** – the Board was **in compliance** on all aspects of the meeting evaluation.

The meeting adjourned at 8:40 pm.

Respectfully submitted by A. Larsen, January 31, 2019. Edited by Laura Miklowitz and Susan O'Brien, February 2, 2019. Board approved, February 26, 2019, with edits by Michelle Tennant.