

Hendersonville Community Co-op Board of Directors Meeting

60 South Charleston Lane, Hendersonville, NC

November 27, 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 Present:** Damian Tody, GM **Others Present:** Michelle Miller, Tammy Muehlenz, Melany Thum-McAleer, board-elect directors; Liz Malloy, AA

Announcements

- New board directors were welcomed to the joint meeting of incoming and outgoing directors. Steve Breckheimer, Stefanie Kompathoum and Kevin Todd were thanked for their many contributions.
- Birthday wishes were extended to Susan O'Brien and Michelle Miller.

Approval of Agenda & Consent Items – the Board was **in consensus** to approve the meeting agenda, with additions under Governance of committee summaries, BP6 Board Directors Code of Conduct and E1 Ends policy revisions, and to accept the October 2018 board meeting minutes.

GM Report

- Damian Tody reports a record daily sales high just before Thanksgiving. Active owner/ renewal counts are up and the Front End staff was recognized for their efforts. Laura Smith Williams offered to monitor future financial ratio report data for trends and other analysis.

Policy Governance Review

- GL5 Financial Condition and Activities: **In compliance on 12 of 12**. No revisions needed.
- GL6 Financial Planning and Budgeting: **In compliance on 2 of 2**. No revisions needed.
- GL9 Compensation and Benefits: **In compliance on 5 of 5**. Referred to Board Operations for revision.
- GL10 Environment: **In compliance on 4 of 4**. No revisions needed.

Governance

- Owner Engagement Committee – Approximately 140 persons attended HCC's Annual Harvest Dinner November 10, 2018, at The Orion Mill. Andrea Larson will compile all the debriefing comments.
- Board Development Committee-- A total of 96 ballots were cast in this year's board elections, 32 in store and 64 online. The following board members were elected to three-year terms (2018-2021): Michelle Miller (78), Tammy Muehlenz (72) and Melanie Thum-McAleer (68). New board orientation went well. Board buddies have been assigned: Melanie/Susan, Tammy/Laura Miklowitz, Michelle/"Miche". Laura SW was recognized for her service on the committee.
- Board Operations Committee - 2018-2019 Code of Conduct Statement of Agreement forms were signed by each board member. The Board was **in consensus** to hold board meetings on the fourth Tuesday of each month, except November (19th). No meetings in July and December. The Annual Business Meeting is scheduled for Saturday, February 9th. Dates for the Annual Board Retreat (tentative May 4th) and January committee meetings were set (Board Dev, Jan. 8th; Owner Engagement, Jan. 15th, and Board Ops, TBD). Future committee dates to be scheduled.
- The Board was **in consensus** to authorize Carolyn Widener to work with Steve in drafting a Master Greenway Plan endorsement letter.
- The Board was **in consensus** to accept the Multi-Year Plan.
- The Board was **in consensus** to accept revisions to E1 Ends and to BP6 Board Directors' Code of Conduct, as edited. In addition the Board was **in consensus** to accept blanket edits to board policies and procedures, replacing "member" with "director".

Meeting Evaluation – the Board was **in compliance** on all aspects of the meeting evaluation.

Executive Session – 8:10 – 8:46pm, to discuss a Board Vacancy appointment, 2019 Board Leadership and the GM Evaluation/ Contract.

The meeting adjourned at 8:46 pm.

Respectfully submitted by L. Malloy, 01.15.19. Board approved as edited, January 22, 2019.