



**April 12th Agenda & Minutes
Board of Directors Meeting**

Zoom Link: <https://us02web.zoom.us/j/6760832132>

Referenced Resources Folder: Please add resources, reports, etc. referenced to the April Folder

Board Members Present: Cedric Harrison, Joe Conway, Joe Finley, Jordyn Appel-Hughes, Scott Whisnant, Genna Wirth, Keith Rhodes

Board Members Absent: Lauren Hurley, Frankie Roberts

Staff Present: Cierra Washington, Evan Folds

Community Members: Marshall Brown

Call to Order: 10:36 by Cedric Harrison

Reading and Approval of Minutes: Minutes of the March 8th, 2021 BOD meeting accepted as previously published and posted unanimous consent

Quorum: seven of nine board members

Orders of Business

Checkin's:

- I. Cedric - Feeling good about what's ahead for the next chapters for NFC
- II. Frankie -
- III. Genna - Excited to share updates!
- IV. Lauren -
- V. Joe C. -
- VI. Keith - Has been stay up to date through monthly minutes, excited to be able to be here!
- VII. Joe. F - Energized and excited with the initiatives ahead
- VIII. Scott - Lots of good updates to share
- IX. Jordyn - Mobile market Hi-Wire fundraising + outreach event on Wednesday from 5-7; baby goats on the farm!
- X. Cierra -
- XI. Evan -
- XII. Marshall - Here to tune in and hear more

New Business:

- I. President's Report:
 - A. Google reminder for committee chairs to include committee reports for agenda setting
 - B. Stronger interaction with NFC social media pages
 - C. Shifting to in-person meetings dialogue (will include ability to Zoom in as well)
 1. Can hold meetings at Hemenway Center or Harrelson Center conference room through Voyage
 2. Motion to vote through email on holding board meetings in-person (w/virtual option available)

- D. Setting separate BOD meeting for work development and formalization as a BOD: commitment/expectations, functions, tick list/tracking, structure (BOD, committees, staffing), communication (between BOD and staff)
1. Tidal Creek offering services to help train staff for co-op; target Northside hire (someone w/experience in grocery + management if possible)
 2. Work with Voyage Summer Jobs program in targeting recent senior grads)
 3. Reference WHQR, Tidal Creek structures and posture as examples
 4. Cedric will send out a Doodle poll for setting meeting to be held before May BO meeting

II. Finance Committee Report:

- A. To date: Income at \$17,867.78 / Expense at \$87,198.79
1. Upcoming expected costs:
 - a) Will receive for invoice from accountant in April; going forward will be a monthly cost
 2. Added fundraising class for t-shirt sales: \$252 to date
 3. Staff rate currently at: \$6,600 for April, \$9,000 expected in May, increasing staff to full-time
 4. Will not have much funding past that -- need to develop increased revenue:
 - a) Tap into membership funds
 - b) Preferred shares - Evan in communications with Richard in formatting preferred share strategy and structure to meet the diverse develop of NFC that works with securities
 - c) Community loans
 - d) Currently do not have a contingency plan; leaning on current trajectory and community momentum
- B. Summary of new memberships: 268 owners
- C. PIF unmatched: 41 unmatched PIF's available; 13 matched
(see Marketing & Community Engagement section for engagement strategies)
- D. Funding, budget development

III. Marketing & Community Engagement Committee Report:

- A. Community Meetings
1. Recap March 18th - Farmers Market Community Meeting
 2. Recap March 30th - Community Garden event at Hemenway Center
 3. Upcoming April 15 via [Zoom](#) - Community Meeting: Pilot Store from 6:30-7:30
 4. Upcoming April 17 @ Hemenway- Growing Community from 11-1, planting seeds
 5. Upcoming May 20 via [Zoom](#) - Community Meeting: Full Service Grocery Store from 6:30-7:30
- B. Engagement on increasing PIF sales
1. Cierra: As transitioning into full-time will be targeting direct, in-person outreach
 2. Marketing PIF program, "90% off ownership" vs "being sponsored" ; advertise at community-based events
 3. Strategizing with churches, diversity and equity office, and partners in selling PIF's by reaching folks in-person vs online
 - a) LINC and Frankie's Make a Meal program - monthly free food distribution at different community sites; signed-up 4 PIF memberships
 - b) Talk to NC Swim on when they are offering free swimming lessons to reach those parents and families
 - c) Have the NHH athletics schedule for tabling

IV. Enterprise Committee Report:

- A. Novant meeting update:
 1. Heard the passion and good work that is in this group; future meetings to come, feeling good about the future and strength of relationship and ongoing dialogue
 2. Scott received email from Dr. Williams; more interested in moving the store forward and open asap, not as much follow-up on the farmers market
 3. Cynthia Brown is a superwoman
 4. Crafting narrative on NFC's role in community, the store, updates - being intentional on what the co-op will offer as a hub for community and just a grocery store
- B. Upcoming Enterprise Committee tour + committee growth to ~12 members (majority of white folks)
 1. How to utilize committee skills: construction, legal, global thinking, purchasing/supplies -- how can we do this now at the pilot site and farmers market to make the space inviting
 2. Schedule a tour at Frankie's
 3. Invite to weekly Farmers Market meetings Thursdays from 12:30-1:30 via [Zoom](#)

V. Governance | Policy Committee Report:

- A. Review and board vote of NFC Conflict of Interest Policy
 1. Joe Finley brings motion forward, Cedric second, Joe Finley approves vote
 2. Approved by 7/9 board members, 0 nays
- B. Motion to vote through email on NFC Committee Principals
 1. Committees help to support board committees
 2. Committee chairs are board members and responsible for drafting and guiding agenda for meetings and reporting back to wider BOD; board member presence required at meetings
 3. Staff provide updates, reporting, etc. not responsible for guiding meetings
 4. Minimum of 3 committees to operate; individual committees determine maximum: At least 1/3 of committee members is a board member
 5. Ad hoc committees, ongoing committees; have had sub-committees that were born out of committees (event, farmers market) - are these sub-committees, individual committees, staff meetings?
 - a) Sub-committees report to mother committee + committee chair to communicate updates
 6. Determining operations of committees; fiduciary board responsibilities
- C. New policies for review: Primary focus for Governance Comm.
- D. Need to set-up Advisory/Nominating Committee around board development, recruiting, onboarding process; at 9 board members - should increase to 11 or 13 members if able
 1. Joe Conway

VI. Staff Report:

- A. Shift staff report (20-30 mins) to beginning of future board meetings
- B. General
- C. [Co-op Conference](#)
 1. Strategy? Do we want to pay for one Staff member/Board Member and 1 owner to attend?
- D. BOD/Staff Communications
 1. Are emails to the entire BOD helpful?
 2. Strategy for informing the BOD for meetings
 3. BOD reference and review Weekly NFC Staff Report
- E. Farmers Market update:

1. Did not receive RAFI Fresh Bucks SNAP dollar-for-dollar match funding -- Novant potentially fund?
 2. Previous Meeting Minutes
 - a) [3.18.21](#)
 - b) [4.1.21](#)
 - c) [4.8.21](#)
 3. Hiring Market Manager - targeting Northsider
- F. Non Profit Collaboration vs. New | Grant Strategy
1. Working with Leila to determine best course of action + researching options
 - a) Risks in having a grant housed with a separate non-profit and not one owned by NFC
 2. Makes the most sense for NFC to have it's own non-profit; Linda Thompson encourages
 3. Cape Fear Collective is strongest partner to align with for non-profit funding opportunities
 4. Allows to fundraise for staffing positions
 5. Co-op can rent the building out to the non-profit (\$4/square foot or ~\$65k/year for 7 years; free after which); tax exemption options
- G. Setting meeting to further discuss non-profit structure
- H. Ownership Report (Chart)
- I. Pro forma engagement process strategy
- J. Program development
1. Community cleanup
 2. Agriculture

Action Steps:

- I. Board suggestions for PIF recipients (name, contact info)
- II. Cedric will send out a Doodle poll for setting meeting to be held before May BO meeting
- III. Motion to vote through email on NFC Committee Principals
- IV. Motion to vote through email on holding board meetings in-person (w/virtual option available)
- V. Set-up Advisory/Nominating Committee : board development, recruiting, onboarding process
 - A. Joe Conway, Joe Finley, Genna?
 - B. Discuss formation of new committee to recruit and nominate new board member
- VI. Setting meeting to further discuss non-profit structure
 - A. Board vote at future meeting

Proposed Agenda Items for Next Meeting:

- I. Moving staff report to top of agenda

Meeting was adjourned at 12:15 by Cedric Harrison. The next general meeting will be at 10:30am, May 10th via Zoom
 Zoom Link: <https://us02web.zoom.us/j/6760832132>

Motion to vote through email on NFC Committee Principals

Motion to vote through email on holding board meetings in-person (w/virtual option available)