

Fairbanks Community Cooperative Market dba “Co-op Market Grocery & Deli”
 Board of Directors Meeting Minutes
 Date: July 9, 2018

1. Call to Order/Roll Call

- a. Board directors: Anduin McElroy called the Fairbanks Community Cooperative Market Board of Directors (Board) meeting to order at approximately 6:06 p.m. at the Literacy Council of Alaska, 517 Gaffney Road, Fairbanks, AK.
- b. Attendees: Richard Seifert – Treasurer, Anduin McElroy- Chair, Chase Nelson- Vice Chair, Jodi Tansky- Secretary, Stephen Anderson, Hans Geier, Heather Conklin, Mary Christensen-GM
- c. Absences: Annmarie Billingsley
- d. Visitors: Amiee Burgess

2. Read Mission Statement: Richard

3. Review and Adopt Agenda: Anduin added “Standing Board Committees” and “Board Resignation Approval” under Board Decisions.

4. Guest: Audrey Griffin from Wegner CPA – Audrey presented and reviewed a “clean” annual review of the Co-op finances. Q & A session followed. Audrey was thanked for her time presenting to the board.

5. Owner Time: Amiee Burgess is joining us again as becoming a prospective board member. Board thanked her for her attendance.

6. June Minutes: Chase motioned to approve minutes with modest corrections. Richard seconded. The motion passed unanimously.

7. Review June action items:

Date	Assignment Action Items with Timeline	Status
5/14/18	Mary to inquire on Sign-ups.com on adding a comments section to note for availability of partial shifts.	Not yet.
5/14/18	Tracy to talk with Kristin about Downtown Street Fair – June 21, July 19, Aug 16.	Done. Kristin said we could still signup for August date if there is interest. Sign up online or email Tracy.
6/11/18	Outreach committee to discuss with Mary and Kristin about re-visiting Lend-a-Hand guidelines.	Not yet. Outreach to combine with Strategic Planning meeting. In progress.
6/11/18	Executive committee to meet and discuss 1) standing vs ad-hoc committees 2) board compensation process	Discussed briefly. In progress.

6/11/18	Add Board compensation to August agenda.	
6/11/18	Nominations committee to send application to candidates.	Anduin sent an application to Amiee and Hillary yesterday.
GM Action & Non-Compliance Monitoring Report Items		
6/11/18	Mary to contact Bachner on Round-Up weed killer use at the Co-op	Email sent to Bachner. Mary to inform Board of response.
5/14/18	Mary to talk with Kristin about Annual Meeting on looking at dates and venues for early October.	Yes, October 20 th is the date and Saturday was requested on Shoppers Survey. More discussion on committee report.
4/9/18	Mary to send member loan repayment information to Stephen and Rich and collaborate on a process on how the project will be carried out.	Done. Stephen verified receipt, and will forward to Richard
2/12/18	Mary to research cost of FNB line of credit.	Not yet.

8. Announcements:

a. Jodi announced the 2018 Tour of Farms hosted by Golden Heart Grown this Sunday from 10am-4pm. They have an event posted on Facebook. They are featuring Arctic Harvest Distillery, North Pole Peonies of North Pole, Georgeson Botanical Gardens, Calypso and more.

9. Committee Reports:

a. GM Evaluation: Jodi – Mary decided not to seek compensation as indicated in the FYI report to the board. The committee has sent a contract to Mary and Anduin to sign.

b. Strategic Planning: Anduin- Mary and staff were not ready for the listening session last month and so it was decided by GM and chair to create the vision cards to post in the store. The plan is to still meet July 31st from 5-8pm for a listening session in the store with the facilitators. Board members are encouraged to all attend. Vision cards to start in the store this week and run through after July 31st. Marketing suggestions given to Mary.

c. Financial: Richard – Advocates approval of financial review report.

d. Elections/Nomination: Jodi – Committee started to edit election process with Mary and Kristin. We are in need for the annual meeting date, since the process is created from this date. The board application draft has been proposed to Kristin. Once we have a date, the committee will have an election process document to have the board review. Anduin- We received two board resignations, so we have opened up the application process through July 25th. Amiee is interested in applying. Appointment will be discussed at the August meeting.

- e. Outreach: Have not met since they were added to Strategic Planning, which has not met. Remove this report from agenda since we have reorganized.
- f. Annual Meeting Planning: Tracy- Committee to meet soon to discuss with Kristin. Potential date is October 20th at 3pm at Morris Thompson or JP Jones Center.

10. GM Reporting:

- a. FYI Report – Mary reviewed and made additions to report for the board. Deli is improving nicely. Member equity is lower this month and Chase wanted a follow-up on how the Proforma projected for equity for this and future years. Mary followed up with Board about a complaint from a former member-owner.
- b. Monitoring Report Policy B1- Financial condition 1Q: Accepted B1 with acknowledgement of non-compliance
- c. Monitoring Report Policy B8- Logistical support to the Board: Jodi suggested to table report to August due to inadequate notice for Secretary’s input on the report.
Discussion: Notice was given July 8th to give input on the policy from the Chair. Jodi requested additional input from the Board to comment on the policy, as it reflects communication to the Board as a whole.

11. Board Decisions:

- a. Independent financial review by Wegner CPA – approved unanimously
- b. Standing Board Committees – approved unanimously
Discussion: Executive committee proposed adopting standing committees as opposed to the current ad hoc committees. Directors would serve on a minimum of two committees. A policy revision to C7 and charters would be developed by the Executive Committee. Committees meeting now would continue until the new election year.
- c. Director Resignations of Hans Geier and Annmarie Billingsley – approved unanimously. Heartfelt thanks were given to the directors for their hours of service and dedication to our Co-op. Hans is a founding member of the Co-op.
Discussion: The board is now opening the application process for appointee candidates to fill Hans and Annmarie terms (ending Fall 2019). Submission of applications should be made by July 25th.

12. Closing:

- a. Review Action Items (Decisions, Tasks/Assignments)

Board Decisions		
<ul style="list-style-type: none"> - Accepted Policy B1- Financial Condition Q1 - Tabled Policy B8 – Logistical Support to the Board to August - Accepted Annual Financial Review by Wegner, CPA - Approved Board Standing Committees development by Executive Committee 		
Date	Assignment Action Items with Timeline	Status
7/9/18	Tracy to head up Thank You notes to directors.	

7/9/18	Board to add comments on policy B8 in Dropbox.	
7/9/18	Jodi, Anduin and Mary to meet to complete policy B8.	
6/11/18	Outreach committee to discuss with Mary and Kristin about re-visiting Lend-a-Hand guidelines.	
6/11/18	Executive committee to meet and discuss 1) standing vs ad-hoc committees 2) board compensation process	
6/11/18	Add Board compensation to August agenda.	
6/11/18	Nominations committee to send application to candidates.	
GM Action & Non-Compliance Monitoring Report Items		
7/9/18	Mary to follow up with the Better Business Bureau and Craig Partyka on member-owner complaint.	
7/9/18	Mary and Anduin to sign and return the GM contract to the Secretary.	
6/11/18	Mary to contact Bachner on Round-Up weed killer use at the Co-op	
5/14/18	Mary to talk with Kristin about Annual Meeting on looking at dates and venues for early October.	
4/9/18	Mary to send member loan repayment information to Stephen and Rich and collaborate on a process on how the project will be carried out.	
2/12/18	Mary to research cost of FNB line of credit.	

b. Review next meetings topics: Policy B1 – Financial condition 2Q, Policy B8 – Board Logistical Support.

c. The next meeting will be held Monday, August 13th, 2018 at 6:00pm, Literacy Council of Alaska. Potluck reception will be held at 5:30pm.

d. The meeting was adjourned at approximately 7:45 p.m.

Respectfully submitted,

Jodi Tansky
Fairbanks Community Cooperative Market
Board Secretary

Fairbanks Community Cooperative Market
Board of Directors Meeting Minutes:
July 9, 2018