

Fairbanks Community Cooperative Market dba “Co-op Market Grocery & Deli”
 Board of Directors Meeting Minutes
 Date: August 13, 2018

1. Call to Order/Roll Call

- a. Board directors: Chase Nelson 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: Chase Nelson- Vice Chair, Jodi Tansky- Secretary, Stephen Anderson, Tracy Pitts, Heather Conklin by phone, Mary Christensen- GM, Richard Seifert – Treasurer
- c. Absences: Anduin McElroy
- d. Visitors: None

2. Check-in: What do you think about the board director workload?_We only have so much time and energy. Chase thought it was a good time to reevaluate our priorities of our work going forward_

Discussion: Stephen spends around 10 hours a month reviewing and preparing for meetings.

Richard does not count hours but makes himself available as much as he can, but his retired status allows him for this flexibility that others may not have. Jodi believes we have been ambitious this year to try to accomplish a lot. She thinks we should revisit the basics of policy governance, like reviewing policies.

3. Read Mission Statement: Stephen

4. Review and Adopt Agenda: Add Executive Session to the end of general meeting. Richard motioned to approve the addition. Stephen seconded, and it was passed unanimously.

5. Owner Time: The fresh buyer had received some comments on the Co-op not stocking organic pork. The only availability, yet, is natural pork and local pork.

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

7. Review July action items:

Date	Assignment Action Items with Timeline	Status
7/9/18	Tracy to head up Thank You notes to directors.	Yes, they are here to be signed.
7/9/18	Board to add comments on policy B8 in Dropbox.	Jodi did not clarify commenting process. When you comment on Word the comments section does not show up on Dropbox mobile. If we comment on Dropbox through online/mobile, comments will show up.
7/9/18	Jodi, Anduin and Mary to meet to complete policy B8.	Done.

6/11/18	Outreach committee to discuss with Mary and Kristin about re-visiting Lend-a-Hand guidelines.	In progress. New application process starts in October. Attention required soon.
6/11/18	Executive committee to meet and discuss 1) standing vs ad-hoc committees 2) board compensation process	We met briefly last month. In-progress.
6/11/18	Add Board compensation to August agenda.	Done.
6/11/18	Nominations committee to send application to candidates.	Done. No applications received for the appointee 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.	Done. Update in executive session.
7/9/18	Mary and Anduin to sign and return the GM contract to the Secretary.	In progress. Mary to email Jodi contract.
6/11/18	Mary to contact Bachner on Round-Up weed killer use at the Co-op	Done. Response: Bachner will not use Round-up on premises.
5/14/18	Mary to talk with Kristin about Annual Meeting on looking at dates and venues for early October.	Done. October 20 at 2pm, JP Jones Community Center.
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.
2/12/18	Mary to research cost of FNB line of credit.	In progress. Has application. Non-urgent.

8. Announcements:

- a. Owner Appreciation Days August 18 & 19th. Please sign up online. Board to talk about Board Elections and Recruitment and updating member information.
- b. Stephen has announced the need to resign this October.
Discussion: Chase brought up the urgency for directors to recruit for board members this election. A heavy marketing plan for this would be helpful. Suggestions and ideas passed onto Mary (emphasizing training/education).
- c. Interior Alaska Food Network (IAFN) is starting a Food Local Manager course in conjunction with the Cooperative Extension Office that Co-op may want to post to bulletin board. They are currently focusing on local food security and promoting local products.

9. Committee Reports:

Discussion: Chase outlined a new process to submit committee reports to Dropbox the week before the board meeting for directors to review, comment and discuss prior to the meeting.

a. Financial: Richard – Updated progress on finding members whose loan term expired.

Discussion: A policy and process should be outlined for member loans.

b. GM Evaluation: Jodi – We are awaiting a signed contract from Mary and Anduin to sign.

c. Strategic Planning: Listening session on July 31st went well.

d. Elections/Nomination: Richard – Jodi, Kristin and I went through the Election Process. Committee would like the board to submit comments on the process for the next 2 weeks so we can vote next meeting on the process. The goal of the committee was to help streamline the election process and to have a clear written process. Bylaws need to be reviewed on candidate and members in “good standing”. Mary and Kristin to review and make decision on our process for maintaining membership roster.

e. Annual Meeting Planning: Chase and Tracy - Chase met with Kristin briefly about potential speakers and agenda items for the Annual Meeting. Chase to contact Andrew Crow. Tracy and Jodi also met with Kristin to review job duties of Marketing and Directors.

10. GM Reporting:

a. FYI Report – Mary very happy with new management staff. Jeffrey Bowman, NCG produce specialist reset the area so it looks different. Mary reviewed FYI report and answered questions about Mid-State Meat

b. Monitoring Report Policy B1- Financial condition 2Q: Accepted B1 with acknowledgement of non-compliance B1-2 and B1-3.

c. Monitoring Report Policy B8- Logistical support to the Board: Accepted B8 in compliance.

Discussion: Mary please make note for next year to give adequate notice to Board President and Secretary prior to report being due. The Board was very appreciative of the PowerPoint presentation Mary gave outlining Q2. Great job!

11. Board Decisions:

a. Board member loan return – Chase motioned to approve member loan return contingent on confirming terms and promissory note. Richard seconded, and motion was approved unanimously.

Discussion: Mary to send terms and conditions to board. Member loan policy need to be reviewed by Board. Current member loan process needs reviewal by Mary and Financial Committee, in conjunction with Craig Partyka.

12. Closing:

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

Board Decisions
- Accepted Policy B1- Financial Condition Q2 with acknowledgement of non-compliance B1-2 and B1-3
- Accepted Policy B8 – Logistical Support to the Board

Date	Assignment Action Items with Timeline	Status
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.	
8/13/18	Mary to check with Signups.com to see if email reminders can be sent out when events are added.	
8/13/18	Signup for Owner Appreciation Days, August 18 & 19 th on Signups.com	
8/13/18	Directors to comment on Election Process draft in Dropbox the next 2 weeks (August 27 th). To be voted on at September meeting.	
8/13/18	Chase to contact Andrew Crow for Annual Meeting.	
8/13/18	Jodi to forward debriefing notes on 2017 Annual Meeting to Annual Planning committee.	
8/13/18	Chase to coordinate with Literacy Council on setting up a conference phone for the September meeting.	
GM Action & Non-Compliance Monitoring Report Items		
2/12/18	Mary to research cost of FNB line of credit. Non-urgent	
7/9/18	Mary and Anduin to sign and return the GM contract to the Secretary.	
8/13/18	Mary and Financial committee to review 1) member loan contract terms, and create a policy on how payment will be returned to members in the event of death 2) talk with Craig Partyka on renewal or continuation of member loans	

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8/13/18	Mary to forward policy and promissory note (member loan package) to board so they can make a decision on member loan return.	
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b. Review next meetings topics: Policy B7: Communication to the board, Approve Elections process, Assign annual meeting tasks, Start preparing for new director orientation/review new member packets

c. Debrief/ Evaluate Meeting- More efficient with less board members and viewing committee reports ahead of time.

d. The next meeting will be held Monday, September 10, 2018 at 6:00pm, Literacy Council of Alaska. Potluck reception will be held at 5:30pm.

e. Heather Conklin will likely be unavailable. Tracy Pitts will need to call in.

f. The meeting was adjourned at approximately 7:25 p.m. The Board entered executive session.

Respectfully submitted,



Jodi Tansky
Fairbanks Community Cooperative Market
Board Secretary