

Fairbanks Community Cooperative Market dba “Co-op Market Grocery & Deli”  
 Board of Directors Meeting Minutes  
 Date: October 8, 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 6:04 p.m. at the Literacy Council of Alaska, 517 Gaffney Road, Fairbanks, AK.
  - b. Attendees: Anduin McElroy – Chair, Mary Christensen- GM, Chase Nelson- Vice Chair, Jodi Tansky- Secretary, Tracy Woller, Richard Seifert – Treasurer, Heather Conklin
  - c. Absences: Stephen Anderson
  - d. Visitors: Madeline Patterson-Odell
2. Read Mission Statement: Rich
3. Review and Adopt Agenda: Remove Board Decision on Standing Committees.
4. Owner Time: No comments.
5. August Minutes: Approved as amended with corrections.
6. Review September action items:

<b>Date</b>	<b>Assignment Action Items with Timeline</b>	<b>Status</b>
8/13/18	Mary to check with Signups.com to see if email reminders can be sent out when events are added.	Mary to check on.
8/13/18	Signup for Candidate Meet & Greet, September 15, on Signup.com	Rich, Jodi, Tracy, Madeline and Hilary attended. It went well.
8/13/18	Directors to review Election Process draft and vote on October meeting.	Done
8/13/18	Jodi to forward debriefing notes on 2017 Annual Meeting to Annual Planning committee.	Done
8/13/18	Chase to coordinate with Literacy Council on setting up a conference phone for the September meeting.	Jodi spoke with Matty and is awaiting an answer.
9/10/18	Financial Committee to draft board compensation proposal and gift policy addition to C5.	Keep on. Rich to address
9/10/18	Elections Committee to finalize draft of election process, board election procedures, and plan for balloting/certifying votes.	Done
9/10/18	Strategic Planning Committee to organize and distill values to present to board in October.	Done
9/10/18	Annual Planning Committee to draft agenda and logistics plan to present to board in October.	Done
<b>GM Action &amp; Non-Compliance Monitoring Report Items</b>		

2/12/18	Mary to research cost of FNB line of credit to use for overdraft due to low cash on hand predicted for the end of December.	Mary wants to get it done by the end of December. Mary needs to ask about a personal guarantee and board resolution. Add to November agenda.
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.	Mary

7. Announcements:

- a. The Co-op Market will be showing Food for Change (a movie about Co-ops) on Wednesday, October 10<sup>th</sup>, 7pm at Ravens Landing. It will be 83 minutes. Popcorn will be served. Board directors are encouraged to attend. \$5 Donation
- b. Anduin announced that she has not received a CDS renewal contract. Todd, our consultant, sends us quarterly reports and places them in Incorporation Document on DropBox.
- c. Get Out The Vote, Meet & Greet, Saturday, September 15<sup>th</sup> from 12-4pm.

8. Committee Reports:

- a. Executive: No report.
- b. Strategic Planning: Had a few meetings that condensed the values from the listening session: openness, service, well-being, responsibility, service, excellence.
- c. Nomination/Elects: Jodi – Online election is doing well, and we are almost to quorum. We would like to survey past directors who have resigned. Lauren Cerney would like to withdraw her candidacy in the election for personal reasons. We are unable to stop the election process at this point. Her withdraw will be announced at the Annual Meeting. The board will solicit for candidates at the meeting. Chase made a motion to keep the ballot as in and upon the announcement of the election results, we will announce her withdrawal and that we are seeking another director. Membership in “good standing” discussed about updating the rolls this weekend and at the Annual meeting. The Board agreed to have a table at the Annual Meeting to update membership. The Board requests Mary to outline a policy for “members in good standing” to meet Bylaws.
- d. Annual Meeting Planning: Tracy – Annual Meeting at JP Jones, October 20<sup>th</sup>, doors open at 3pm and Andrew Crow to speak at 4pm, followed by board meeting. Update given on planning. The agenda is in the DropBox. The meeting is an open meeting, not restrictive to owners. Staff is invited and encouraged to come. The board meeting time is misprinted in the newsletter. Tracy will check with the contract with JP Jones and see if that will meet our times. Agenda rearranged to accommodate media misprint.
- e. Annual Calendar and mid-year GM Evaluation: Chase, Rich, Tracy and Jodi will meet and arrange for mid-year evaluation. Anduin to start pre-calendar work. Jodi made a motion to look ahead at the Standing Committees being proposed and see whose duty that falls under.

9. GM Reporting:

- a. Monitoring Report Policy B5: Treatment of Customers: Shaun helped to write this report. Jodi asked if return policy should be included in the data. Discussion on

customer comments included timeline, reasonable reply time, and comments submission to the Board quarterly. Board requests Mary to check on getting the full compiled Shoppers Survey results and how often they survey will be conducted.

i. Lend a Hand process: Mary reviewed the general process.

Board requests a more detailed process to help identify areas where owners may not be fully informed. Mary stated that the process is not a board decision, that it is operational. Chase clarified that Lend A Hand program does serve as a customer need and the Board does have authority to decide if the general manager is being unresponsive to those needs. The Board believes the owners deserve a clear and published (online and in store) process of the program.

10. Board Decisions:

- a. Election process: Approved the 2018 election process.
- b. Standing Committee: Anduin motioned to table this to next month. Anduin will start commenting period on the charters. Commenting period through October 31<sup>st</sup>.
- c. Stephen Anderson resignation: Approved the resignation.
- d. Board Director Exit Survey: Approved exit survey for directors with amendment to adding questions about why they stepped down. The committee will shorten and get input from the Co-op's staff exit survey.

11. Closing:

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

<b>Board Decisions</b>		
<ul style="list-style-type: none"> <li>- <b>Accepted Policy B5: Treatment of Customers approved in compliance</b></li> <li>- <b>Approved Stephen Anderson resignation</b></li> <li>- <b>Approved Board Exit Survey for Directors</b></li> <li>- <b>Approved seven core values to present at Annual meeting</b></li> </ul>		
Date	Assignment Action Items with Timeline	Status
10/8/18	Board to review policy and promissory note (member loan package) and become familiar with the document.	
10/8/18	Chase, Rich, Tracy and Jodi will meet and arrange for mid-year evaluation for November.	
10/8/18	Jodi to prepare slideshow for Annual Meeting and email to Tracy.	
10/8/18	Anduin to oversee Standing Committee charter commenting compilation. Anduin to email directors where to locate on DropBox and commenting will be open until October 31 <sup>st</sup> .	

<b>GM Action &amp; Non-Compliance Monitoring Report Items</b>		
2/12/18	Mary to finalize application for FNBA loan for overdraft due to low cash on hand predicted for the end of December. Mary needs to ask about a personal guarantee and board resolution. Add to November agenda.	
8/13/18	Mary to check with Signups.com to see if email reminders can be sent out when events are added. This would increase visibility to board that an event was added and make it more likely for them to volunteer.	
10/8/18	The Board requests Mary to outline a policy for “members in good standing” to meet Bylaws by October 13 <sup>th</sup> .	
10/8/18	The Board request Mary to check on providing the full results of the Shoppers Survey and how often they survey will be conducted.	

- b. Review next meetings topics: Policy B2: Planning and Budgeting, Policy B1: Financial condition 3Q, Officer Elections, Annual meeting minutes, Assign committees, Annual Calendar, Mid-year GM Evaluation
- c. Debrief/ Evaluate Meeting
- d. The next meeting will be held Monday, November 12, 2018 at 6:00pm, Literacy Council of Alaska. Potluck reception will be held at 5:30pm.
- e. No planned director absences for next month. Jodi will not be able to attend the Annual Meeting.
- f. The meeting was adjourned at approximately 8:10 p.m.

Respectfully submitted,

Jodi Tansky  
 Fairbanks Community Cooperative Market  
 Board Secretary

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