

Fairbanks Community Cooperative Market dba “Co-op Market Grocery & Deli”
 Board of Directors Meeting Minutes
 Date: April 8, 2019

1. Call to Order/Roll Call

- a. Board directors: Anduin called the Fairbanks Community Cooperative Market Board of Directors (Board) meeting to order at approximately 6:02 p.m. at the Literacy Council of Alaska, 517 Gaffney Road, Fairbanks, AK.
- b. Attendees: Mary Christensen- General Manager, Jodi Tansky- Secretary, Richard Seifert – Treasurer, Madeline Patterson-O’Dell, Hilary Shook – Vice Chair (call in), Brian Kassof, Art Gelvin, Anduin McElroy
- c. Absences: None.
- d. Visitors: None.

2. Read Mission Statement: Chase

3. Review and Adopt Agenda: No changes, agenda adopted.

4. Owner Time: Art- Yes, owner concerns that the Co-op has lost Dave Lacey’s vision of the store. He encouraged the owner to come to a board meeting and express her concerns. Jodi – Talked to staff and discussed why/why not are they owners in the Co-op. Cost came up as barrier to becoming a member. What is the percentage of staff are owners? What are the barriers?

5. March Minutes: Minutes are approved with amendments. Thank you Brian for filling in. Brian wants to add more information on Carolee Coulter’s report. Corrections: Hilary was present by calling in. Brian to amend and resubmit for next meeting.

6. Review March Action Items:

7.

Date	Assignment Action Items with Timeline	Status
1/14/19	Finance Committee to review with Craig Partyka on owner loan rollover and report to board in February.	Completed, but Committee to discuss loan options and make recommendation
2/11/19	Board Governance Committee to review and consider condensing format of monitoring reports.	Mary has located a new format and will implement
3/11/19	Committees are to develop Standard Operating Procedures for events and recurring tasks. Anduin and Madeline to coordinate work on the Seedling Swap.	4/12 Jodi and Madeline meet to plan chair transition for Board Dev. Kristin and Madeline draft details, Madeline to complete further tasks required and host on 6/1.
GM Action & Non-Compliance Monitoring Report Items		
1/13/18	Mary to ask Wegner about tax liability and patron dividends.	Keep on. Meeting with Wegner soon. Follow up in March.

10/8/18	The Board requests Mary to outline a policy for “members in good standing” to meet Bylaws by February meeting, including time limits on payment of equity and a process for monitoring.	Mary to follow up with marketing.
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8. Announcements: Rich thanked Mary for Ends Report to use at talking about Co-op to his lunch group.

9. FYI Report: GM reviewed and answered questions on board comments reviewed by Mary. Wegner CPA sent their first financial review draft.

a. Discussion: Declining sales due to change in Easter date comparative to last year. Meat department was down, but has renegotiated prices with Midstate Meats. NCG meat consultant to help with strategies. Costco also may be impacting us. Jodi – Could we reach out to Delta Meat & Sausage or Mat Valley Meats in Palmer as another local source. Madeline commented that if we try to bring in organic meat, the quality could be a selling point. Jodi offered jar donation for Bulk Sale. Clean Bag exchange starting.

b. Global Ends Policy: Accepted In Compliance. Encouraged press release of Ends Report after additions are made on financial figures.

b. Discussion: Jodi recommends this report should be available to our owners (ie. Local Impact Report). This could be an asset to use for marketing. Ends Report should reflect the updated version with the Mission, Vision, and Core Ideology. GM to add a few figures on donations and Shop and Share. For future Ends Report it would be helpful to include comparisons our data to the national averages.

10. Committee Reports:

a. Board Development: Madeline – CBLD Portland recap: Reviewed Coop 101 book, Financial report exercises, visited a local Alberta co-op store, met informally for brunch with Todd to discuss their experience. Want to incorporate these ideas into the orientation manual.

Board Retreat: See notes posted in Dropbox, encouraged feedback. Discussed improvements and suggested an earlier date (January). Location was easy and centrally located. Would be nice to go somewhere else, but with the budget it was cost effective to hold it at the AK Literacy Council. Thank you to Anduin for having us at her home the first day. Consider a board report to owners on retreat learning.

Discussion: Jodi asked would it ever make sense for us to send candidates to this training (like other co-ops) before they are elected. Hilary suggested in August to present the “packet” as a class beforehand to candidates to give them a good sense of what to expect. Madeline reviewed some Code of Conduct/Responsibilities and requirements. Brian agreed this should be part of a new director.

b. Executive: No report.

c. Financial/Audit: Rich – Discussed options of member loan payoff. Committee recommended the option to pay off \$7,000 loans was discussed with GM and Craig Partyka. Art discussed due diligence of the committee meeting more regularly to review Co-op finances. Working together with GM is imperative on how and when the data is supplied.

Discussion: History has led us to build into the budget a yearly independent review by Wegner. The finance committee can suggest a full audit. Brian would like to look into co-op best practices for timing of when an audit is needed. Hilary and Jodi agree need of audit to prepare for strategic planning.

- d. Board Governance: Art and Jodi – completed a late mid-year check-in and proposed a new GM evaluation process. GM annual evaluation due to board in May.
- e. Outreach and Planning: Hilary- We discussed a lot at the Retreat and recommended a facilitator to help with the process. This will require a budget. Mary would like to have the strategic discussion together, 4 hrs in May. Board involvement in events is important so please sign up and make a commitment to being there.

f. Discussion:

11. Board Decisions:

- a. Approved Heather Conklin’s resignation.
Discussion: Board Development tasked with sending Exit Survey
- b. Approved GM Evaluation Process.
Discussion: Board Governance to review new process and get feedback from GM. Final review of GM evaluation tool will be emailed to board for review prior to approving the evaluation next board meeting, May 13th.

12. Review Calendar and priorities: Anduin

13. Closing:

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

Board Decisions		
<ul style="list-style-type: none"> - Approved Global Ends Policy in Compliance - Approved Heather Conklin’s resignation - Approved GM Evaluation Process 		
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1/14/19	Mary to update Ends Report	Schedule with board before March 9 th .

- a. Review next meetings topics: BI: Financial Condition IQ, Accept independent financial review report; Approve GM evaluation
- b. Debrief/ Evaluate Meeting: “Good”
- c. The next meeting will be held Monday, May 13th at 6:00pm, Literacy Council of Alaska. Potluck reception will be held at 5:30pm. Rich will be gone next meeting.
- d. The meeting was adjourned at approximately 7:35 p.m.

Respectfully submitted,

Jodi Tansky
Fairbanks Community Cooperative Market
Board Secretary

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