

Fairbanks Community Cooperative Market dba “Co-op Market Grocery & Deli”  
 Board of Directors Meeting Minutes  
 Date: September 20, 2021

1. Call to Order/Roll Call
  - a. Board directors: Hilary called the Fairbanks Community Cooperative Market Board of Directors (Board) meeting to order at approximately 6:07 p.m. remotely via Zoom Meeting
  - b. Attendees: Hilary Shook – Chair, Anduin McElroy – Vice Chair, Richard Seifert – Treasurer, Brian Kassof, Rich Rosenberg – GM, Madeline Patterson-O’Dell; Patrice Lee joined at 6:47 p.m. (during discussion of policy B.7)
  - c. Absences: Art Gelvin
  - d. Visitors: None
  - e. Read Mission Statement: Madeline read the Mission Statement
2. Review and Adopt Agenda: Agenda approved and adopted.
3. Owner Time: None
4. August Minutes: Adopted and approved as amended
5. Review August Action Items:

<b>Board Decisions</b>		
<ul style="list-style-type: none"> <li>• Approved July Minutes</li> <li>• Approved moving Annual Meeting and Election to April 2022</li> </ul>		
Date	Assignment Action Items with Timeline	Lead
6/21/2021	Contact Yaso Thiru to provide a history about the co-op.	Anduin
7/19/2021	Is the Policy B5: Treatment of Customers the proper place to discuss public health	Governance Committee
8/16/21	Look at By-Laws to untie Board Elections from Annual Meeting	Governance Committee
<b>GM Action &amp; Non-Compliance Monitoring Report Items</b>		
Task color codes: Ongoing, Completed, Delayed		

6. Policy B:7/8—Communication and Logistical Support to the Board

- a. Rich Rosenberg reported he was in compliance with all aspects of the report. Board tabled acceptance of report pending the inclusion of the Annual Checklist Monitoring Check Sheet, which was not included, and updating of language in B.7.8 (see g. below). All other aspects of the report were in compliance.
- b. All reports were submitted on time since December with one exception (B9).
- c. There was a discussion of who is responsible for uploading GM reports onto the Board drive—the Secretary had been doing so in the past, but this should be the responsibility of the GM.
- d. Kristin Summerlin completed section B.7.7—a few items of note. Names and contact info for Board were not up to date on website—rectified on 9/19/21. New photos of the Board (collectively and individual) are needed for website. Board meeting times have not been posted in store on a regular basis—they are now on the Specials board (meeting information was available via website and newsletter).
- e. Approved Board meeting minutes are posted on website, but the Minutes/Policy binder that is supposed to be at the front end is missing and needs to be replaced. The Virtual Annual meeting for 2020 was advertised via postcard, in-store flyers, on the website, and via email. Information on the Board Election for 2020 was posted in store, on the website, and via email.
- f. During discussion of Policy B.7.8., the question of what belongs in monthly meeting packet and who is responsible for placing it on Dropbox—Anduin argued that the policy is poorly defined, and that the GM is responsible for providing reports in a timely manner, the rest of the packet is the responsibility of the Board.
- g. Anduin clarified that making sure that it is GM responsibility to ensure that the Board has access to the email accounts needed to carry out its duties—this is currently being done, but language specifying this should be added to B.7.8.

7. Policy B1: Financial Condition and Activities Q2 2021:

- a. The GM circulated an updated version of Policy B.1 to the Board, including updated numbers (leaving out PPP loan in considering Net Income and EBITDAP).
- b. Board accepted updated report, noting that B.1.1 is not in compliance and that included charts were not updated along with Net Income and EBITDAP data.

8. August FYI Report

- a. Sales down 9% from 2020. Daily transactions down 1.7%, basket size down 7.5%
- b. Sections with significant changes from 2020—Bakery up 35%; Dairy up 26.7%; Grocery down 10.8%; Wellness down 34%
- c. Lend A Hand was \$3,064 (-8.5%). Recipient was Fairbanks Community Foodbank

- d. Sales from last August during the hours Coop now closed due to reduced staffing (8-10 a.m., 7-8 pm.) were about \$1300 for the month.
  - e. About 30 employees at present
  - f. Kitchen (now supervised by Sunny) is back to about 75% of items previously sold
  - g. Spinach Creek bagged carrots have been a big seller
9. Draft Budget—Draft budget for 2022 was submitted by NCG—it has been sent to the Finance Committee who will comment on it to the entire Board. The GM was asked to speak to NCG about the possibility of including projections for years past 2022.

10. Committee Reports:

- a. Board Development: Madeline
  - i. Met a couple of times to talk about elections
  - ii. An Excel spreadsheet of future potential Board members was prepared; includes owners who have expressed interest in the past and top shoppers—over 150 names on list.
  - iii. The New election schedule (for April 2022 election) and candidate packet are completed—people on the Excel list were invited last week to apply if interested.
  - iv. At next meeting, Board needs to approve temporary appointments for the seats whose terms end in October (Hillary, Brian, and Madeline). Brian and Hillary have expressed interest in continuing on Board, Madeline is stepping down.
- b. Executive: Hilary—no report.
- c. Financial/Audit: Rich – No report. Need to review the audit and report back to the Board.
- d. Board Governance: Art – No Report
- e. Outreach and Planning: Hilary
  - i. Met last week. Discussed ways to acknowledge Indigenous People’s Day (October 11).
  - ii. Meet and Greet will be held on October 16-17—people should sign up
  - iii. The Annual Meeting will be held on Zoom on October 23<sup>rd</sup>. Hilary will present on behalf of Board; Brian will handle Zoom, Anduin will monitor chat. Kristin will send out invitation postcards to members, circulate rules of behavior to those who register.
  - iv. What will happen at this reduced annual meeting—Approve 2020 minutes, Chair’s Report, GM Report, Q and A (questions solicited in advance of meeting), a small give away.
  - v. There is a plan to use the \$5,000 grant received in the spring to start a program offering a 10% discount to member-shoppers using EBT.

EBT sales have been climbing over the past year. Kristin is seeking other long-term funding sources for this program.

- f. GM Search Committee: Hilary—Committee is meeting weekly. Carolee Coulter is working on advertising for job and the creation of a decision matrix to use in evaluating candidates. The matrix will be shared with the whole Board when it is ready.

11. Closing:

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

<b>Board Decisions</b>		
<ul style="list-style-type: none"> <li>• Approved August Minutes</li> <li>• Approved Policy B.1</li> <li>• Tabled approval of Policy B 7/8 pending requested changes</li> </ul>		
<b>Date</b>	<b>Assignment Action Items with Timeline</b>	<b>Lead</b>
9-18-21	Finance Committee to report back to entire board on results of Wegner Audit of Co-op Market	Finance Committee
9-18-21	Circulate updated GM job announcement and decision matrix	Hilary
9-18-21	Coordinate with Kristin to update individual and group board photos	Board
<b>GM Action &amp; Non-Compliance Monitoring Report Items</b>		
9-18-21	Update policy B.7 with the Annual Checklist Monitoring Check Sheet and clarify language about emails in B.7.8.  Make sure that notebook with Policy Register and Board minutes is returned to front end  Talk to NCG about how far forward budget projections can be made.	Rich Rosenberg

- b. Review next meetings topics:  
 c. Anticipated Absences: None  
 d. The next meeting will be held Monday October 18, 2021 at 6:00 pm, location via Zoom.  
 e. The meeting was adjourned at approximately 7:46 pm.

Respectfully submitted,

Brian Kassof, Member at Large  
Fairbanks Community Cooperative Market