

FREE RANGE FOOD CO-OP – Board Meeting Minutes

December 13, 2022

Page 1 of 3

Board members: Lois Bendix, Tom Connolly, Casey Dabrowski, Shara Dabrowski, Garrett Holl, Brandon Otway, Ellen Smilanich, Lydia Williams

Staff: N/A

Absent: None

Guests: Joyce Peraaho, Merry Moody

Late arrivals/early departures: None

Call to Order: Brandon called the meeting to order at 6:02pm with all attendants on Zoom.

1. Welcome and Introductions
2. Additions/Deletions to the agenda
 - a. This agenda has 88 minutes scheduled.
 - b. There are 2 extra minutes for a closed session or topic extensions/additions.
3. Public comment acknowledgement: Merry Moody expressed her excitement at the growing number of directors on the board.
4. Consent agenda:
 - a. 11-1-22, 11-15-22, and 12-6-22 board meeting minutes
 - b. Board Development team report - none submitted
 - c. Business Plan team report - none submitted
 - d. Community Investment Campaign team report - none submitted
 - e. Financial Statements
 - f. GM Search team report - none submitted
 - g. Marketing team report
 - h. Owner Engagement team report
 - i. Site Selection team report - none submitted

MOTION to approve the Consent Agenda with no additions or deletions made by Lois. Garrett seconded. Motion carried.
5. Policy review
 - a. C1 - Governing Style
 - b. C2 - The Board's Job
 - c. C3 - Agenda Planning
6. Review Annual Calendar - Edited to remove duplicate policy review of C3 in January.
7. Events Calendar Review
8. Finance Report
 - a. The budget is getting used faster than anticipated at this point half way through the year, but we have paid a lot out to consultants already, and the summer event season also used the budget quickly in the beginning of the year.
9. Quarterly Review of Strategic Plan

Old Business Items

10. Adopt full 2023 Board Calendar
 - a. Discussion: Reviewed the calendar for 2023 with updated board meeting dates.
 - b. Outcome: **MOTION** to approve adoption of the 2023 calendar made by Casey. Ellen seconded. Motion carried.
 - c. Assignments:
 - i. Garrett will add 2023 meeting dates to website
 - ii. Shara will update meeting dates in the Newsletter and inform ownership of the change.

FREE RANGE FOOD CO-OP – Board Meeting Minutes

December 13, 2022

Page 2 of 3

11. Logo Review

- a. Discussion: After meeting over the last couple months and getting multiple revisions from Chelsey, the Marketing Team has been presented their logo recommendation tonight. This new logo will exclusively represent the co-op going forward; Marketing will start working on ordering new materials and creating docs for the CIC. This decision does not include color choices.
- b. Outcome: **MOTION** to approve the presented logo design made by Lois. Casey seconded. Motion carried.
- c. Assignments: none; followup will be done by the Marketing Team.

12. Partial Payment of Owner Fees

- a. Discussion: Reviewed document from Lois with info to help streamline new owner invoicing and make less work for the Financial Officer. The PayPal system can be set up for our partial payment new owners; the system is capable of automatically charging their card four times at \$25.00 each. FRFC would not retain any bank account or card information, as all the payments would go through PayPal just as they currently do when someone pays for their ownership online. Lois also requested we look into how to avoid the three Quickbook transactions for one merchandise sale online. Garrett found a Squarespace website fee for online orders could be eliminated by paying a higher annual fee, but that option would be more costly overall.
- b. Outcome: Opted to update our online partial payments with the automatic payment option through PayPal, and to not make any changes to the website regarding merchandise orders.
- c. Assignments:
 - i. Tom will update the website with the PayPal option by the January 19th meeting.

13. Board Retreat

- a. Discussion: Board retreat on Saturday, January 21st at Casey and Shara's home. Considered options for the time span of the day.
- b. Outcome: Decided on 10:00am-3:00pm with a long break for our potluck lunch.
- c. Assignments:
 - i. Shara will create a Google calendar event and invite all directors.

New Business Items

14. Lake Country Power Update

- a. Discussion: Reviewed a document Lois created on grants and loans available through them.
- b. Outcome: Just informational for now.

15. Polite Refusal Memo

- a. Discussion: Reviewed the draft response created that will go out for any charitable requests while we remain in the startup phase.
- b. Outcome: It was mentioned that when asking volunteers to draft a document to help the board, we need to be sure we are giving the volunteers the autonomy they deserve and not needing the board to review everything at a meeting. Everyone agreed. In this instance, because it is a reply that will be sent to community organizations on behalf of the whole board, we decided to review it as a group at the meeting. Reviewed and approved the draft language, which will be excellent to send in response to requests for funds, with only a few minor tweaks.
- c. Assignments:
 - i. Lydia will update the draft and send it to Lois.
 - ii. Lois will save the document in the main Board of Directors folder on the Shared Drive.

16. On-Site Ownerships

- a. Discussion: New owners need to be able to sign up online while at an in-person event so they don't have to use cash or wait until they get home and remember to go online. Need for an easy

FREE RANGE FOOD CO-OP – Board Meeting Minutes

December 13, 2022

Page 3 of 3

piece of equipment with a safe and secure connection to be easily usable for all volunteers and applicants.

- b. Outcome: It was recommended to use the existing co-op Mac laptop and look into options for purchasing a pay-as-you-go hotspot to use with it.
- c. Assignments:
 - i. Ellen will check to see what options AT&T has.
 - ii. Brandon will check to see what option he uses through the school

17. Tracking Sheet

- a. Discussion: Reviewed the new Board Tasks tracking sheet.
- b. Outcome: Informational only, this is a work in progress to be updated as we need.
- c. Assignments:
 - i. Shara will create a separate sheet on the same document to archive completed tasks.

18. Upcoming meeting information

- a. First board meeting: Thursday, January 5th at 6:30pm at Oak Hill Assisted Living
- b. Second board meeting: Thursday, January 19th at 6:30pm at Oak Hill Assisted Living
- c. Board Retreat: Saturday, January 21st from 10:00-3:00pm at Dabrowski's home.
- d. Policy review documents on 1-19-23: A - Ends, C4 (Lydia)

19. Closed session for site selection discussion if needed: Not needed

20. **MOTION** to adjourn at 7:25pm made by Garrett. Lydia seconded. Motion carried.

Postponed Discussion Topics: None

Approved by Board Chair, Brandon Otway

Signature: _____ Date: _____.