

## FREE RANGE FOOD CO-OP – Board Meeting Minutes

June 15, 2023

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Directors: Lois Bendix, Tom Connolly, Casey Dabrowski, Shara Dabrowski, Brandon Otway, Ellen Smilanich, Lydia Williams

Staff: N/A

Absent: Garrett Holl

Guests: None

Late arrivals/early departures: None

Call to Order: Brandon called meeting to order at 6:35pm

1. Welcome and Introductions
2. Additions/Deletions to the agenda:
  - a. This agenda has 80 minutes scheduled.
  - b. There are 10 extra minutes for a closed session or topic extensions/additions.
3. Public comment acknowledgement: No comments
4. Consent agenda:
  - a. May meeting minutes 5/4 and 5/18
  - b. Board Development team report - 6/8
  - c. Business Plan team report - none submitted
  - d. Community Investment Campaign team report - 6/5
  - e. Financial Statements - Reconciliation Report, April 2023 Financials
  - f. GM Search team report - none submitted
  - g. Marketing team report - 5/23 and 6/12
  - 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. Casey seconded. Motion carried.
5. Policy review
  - a. B-4: Ownership
  - b. B-5: Treatment of Customers
  - c. B-6: Staff Treatment and Compensation
6. Review Annual Calendar
7. Events Calendar Review: Next event is Wild Rice Festival in July
8. Finance Report
9. Team Check-ins:
  - a. Board Development: No updates
  - b. Business Plan: No updates
  - c. Community Investment Campaign: Meeting on Monday to review offering document updates
  - d. Finance: no updates
  - e. Marketing: Finalizing the rack card, welcomed a new volunteer who will be assistant with social media management.
  - f. Owner Engagement: Bigfork Wilderness Days event went well; no new ownerships but good conversations were had.
  - g. Site Selection: Appraisal received on possible site location, awaiting further conversations with property owner. Seven Roots consultant will be coming to Grand Rapids soon to do site analysis on our top site options.
10. **Old Business**
  - a. Approve FY24 Budget
    - i. Discussion: Final review and discussion of the budget.
    - ii. Outcome: **MOTION** to approve the 2023-2024 fiscal year budget made by Casey. Lydia seconded. Motion carried.

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### 11. New Business

- a. T-shirt inventory
  - i. Discussion: We've got hundreds of t-shirts in our inventory and a new logo.
  - ii. Outcome: Discussed ways to reduce current shirt inventory including possible 2-for-1 sales, ½ off sales, special sales at events, using them as giveaways at events or for new owners. No specific promotions were decided on, but will be kept in mind throughout the summer event season to promote the t-shirt sales as much as possible.
  - iii. Assignments: None
  
- b. Approving ownership rights for business or organizations
  - i. Discussion: Our CIC offering memo draft lists the ability for business entities to purchase preferred shares. If we want to offer ownership or preferred share purchases by businesses or orgs, we have to approve that with board motion according to our bylaws.
  - ii. Outcome: Further research is required. If business ownerships are approved, BD team would need to draft a policy defining the terms of those ownerships.
  - iii. Assignments:
    1. Shara will research other co-ops who offer business ownerships to see what their policies are and how their applications are structured.
  
- c. Director Election Procedure
  - i. Discussion: Reviewed updated procedure.
  - ii. Outcome: **MOTION** to adopt the updated Director Election Procedure made by Shara. Tom seconded. Motion carried.
  - iii. Assignments:
    1. The BD team will update the board manual.
  
- d. Elections
  - i. Discussion: There will be 3 vacant positions this fall: the 1 that is currently vacant, with Garrett and Brandon's terms both up for re-election. The new applicant deadline is August 29th to provide time to interview them and prepare ballots before the annual meeting. The Marketing Team will begin advertising these positions asap.
  - ii. Outcome: Lois stated she will be resigning from her director position effective the end of October 2023, so her position will also be open (making 4 total openings). Brandon plans to run for re-election. Lydia's 1-year initial term is complete and she stated she will be fulfilling her remaining 2 years.
  - iii. Assignments:
    1. Lois and Lydia will submit a statement in writing to the board with their intentions for the remainders of their terms.
    2. Garrett will inform the board by the July 6th meeting if he intends to rerun.
  
- e. Assign Annual Report Writing
  - i. Discussion: The Annual Report will be published in July.
  - ii. Outcome: The group will divide up the writing/editing work with a July 31st deadline for copy/graphic editing. If the financials aren't ready for the report by that time, the report can be posted once those are ready to input into the document.
  - iii. Assignments:
    1. Lydia will update the Year in Review graphic, then email it to Brandon.
    2. Brandon will write the Message from the Board and Annual Highlights sections.
    3. Shara will send Canva doc links to Lydia and Brandon, & do final layout editing.

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12. Upcoming Meetings and announcements:

- a. First board meeting: July 6 at 6:30 pm at Oak Hill Assisted Living
- b. Second board meeting: July 20 at 6:30 pm at Oak Hill Assisted Living

13. Closed session for site selection discussion if needed

14. **MOTION** to adjourn at 7:56pm made by Casey. Lois seconded. Motion carried.

Postponed Discussion Topics:

Approved by Board Chair, Brandon Otway

Signature: \_\_\_\_\_ Date: \_\_\_\_\_.