

FREE RANGE FOOD CO-OP – Board Meeting Minutes

September 21, 2023

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Directors: Lois Bendix, Casey Dabrowski, Shara Dabrowski, Garrett Holl, Brandon Otway, Ellen Smilanich, Lydia Williams

Staff: N/A

Absent: None

Guests: Tina White

Late arrivals/early departures: Tom Connolly arrived at 6:50pm

Call to Order: Brandon called meeting to order at 6:30pm

1. Welcome and Introductions
2. Additions/Deletions to the agenda:
 - a. This agenda has 86 minutes scheduled.
 - b. There are 4 extra minutes for a closed session or topic extensions/additions.
3. Public comment acknowledgement: No comments
4. Consent agenda:
 - a. September meeting minutes 8/14, 8/17
 - b. Board Development team report - 8/24
 - c. Business Plan team report - none submitted
 - d. Community Investment Campaign team report - 9/18
 - e. Financial Statements
 - f. Marketing team report - 9/6
 - g. Owner Engagement team report - none submitted
 - h. Site Selection team report - none submitted
 - i. Insurance Renewal Update

MOTION to approve the Consent Agenda with no additions or deletions made by Lois. Casey seconded. Motion carried.
5. Policy review
 - a. D – Global Board Management
 - b. D1 – Unity of Control
 - c. D2 – Accountability to the General Manager
6. Review Annual Calendar
7. Events Calendar Review
8. Quarterly Review of Strategic Plan
9. Finance Report: No report this month. The Finance Team is restructuring the reporting process.
10. Team Check-ins:
 - a. None

11. Old Business

- a. Annual Meeting
 - i. Discussion: Reviewed the 2023 Annual Meeting Planning document.
 - ii. Outcome: Confirmed Bryndlewood Gardens will host. FRFC will provide a soup buffet dinner. Freewill donations will be accepted. Working to set up park-and-ride transportation if needed based on the number of attendees. Brandon, Garrett and Tina will be on the ballot for election.
 - iii. Assignments:
 1. Ellen, Lydia and Shara will plan the activity portion of the evening and propose a suggested presentation order at the board meeting on October 5th.
- b. Seven Roots Report
 - i. Discussion: Seven Roots has provided a preliminary updated report for a 5,500 square foot building with 4,000 square feet retail space.

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- ii. Outcome: The most promising Site Option #1 is still considered feasible, and the more in-depth report will arrive in October.
 - iii. **MOTION** to approve the drafting of a Letter of Intent for Site Option #1 made by Tom. Casey seconded. Motion carried.
 - iv. Assignments:
 - 1. The Site Selection team will draft the LOI for review by the board and FCI prior to submitting to the landowner.
- c. Board Assessments - Postponed
- i. Discussion: Continued discussion from August 17th meeting regarding individual and board assessments.
 - ii. Outcome: Identify and commit to improvements to the board's functioning.
 - iii. **MOTION** to postpone this discussion until October made by Casey. Ellen seconded. Motion carried.
 - iv. Assignments: None

12. New Business

- a. 2024 Board Calendar
 - i. Discussion: This needs to be created so it is ready to input meeting dates once decided.
 - ii. Outcome: Assigned
 - iii. Assignments:
 - 1. Tom will create the 2024 calendar.
- b. Site Selection Discussion about People in the Know
 - i. Discussion: Discussed the appropriateness of including our future Financial Officer, Tina White, in site selection discussions.
 - ii. Outcome: Decided to include Tina in the discussions now since she is running for a board seat and intends to serve as the Financial Officer: a role in which she will need to have intimate knowledge of all aspects of co-op finances as we move towards the pre-construction phase.
 - iii. Assignments:
 - 1. Shara will bring a copy of the Confidentiality Agreement to the next board meeting for Tina to sign.

13. Upcoming Meetings and announcements:

- a. First board meeting: October 5th at 6:30 pm at Oak Hill Assisted Living
- b. Second board meeting: October 19th at 6:30 pm at Oak Hill Assisted Living
- c. **Annual owners meeting: October 24th at 5:00 pm at Bryndlewood Gardens**

14. Closed session for site selection discussion if needed

15. **MOTION** to adjourn at 8:02pm made by Shara. Lois seconded. Motion carried.

Postponed Discussion Topics:

Board Assessments - continued discussion

Approved by Board Chair, Brandon Otway

Signature: _____ Date: _____.