

FREE RANGE FOOD CO-OP – Board Meeting Minutes

January 4, 2024

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Directors: Casey Dabrowski, Shara Dabrowski, Lynn Gannon, Garrett Holl, Brandon Otway, Ellen Smilanich, Tina White, Lydia Williams

Staff: N/A

Absent: Tom Connolly

Guests: None

Late arrivals/early departures: None

Call to Order: Brandon called meeting to order at 6:31pm

1. Welcome and Introductions
2. Additions/Deletions to the agenda:
 - a. This agenda has 59 minutes scheduled.
 - b. There are 31 extra minutes for a closed session or topic extensions/additions.
3. Public comment acknowledgement: No comments
4. Outstanding Tasks:
 - a. Calendar meeting dates on the website
 - b. Contract draft for CIC coordinator
 - c. Policy stating ownership must be paid in full at the time of application
 - i. Discussion: Tina stated she believes offering partial payments is necessary and helpful in improving access to ownerships. The rest of the board agreed. The decision to stop offering partial payments had previously been made because of issues with invoicing ease and consistency, and because the majority of owners selecting a partial payment plan never made any additional payments to complete their ownership.
 - ii. Outcome: Tina is willing to do the invoicing for partial payments going forward. She will also draft a policy outlining the time limit within which the ownership must be paid in full, and restrictions on owner perk access prior to the ownership being paid in full. Once this policy is in place, the ownership materials can be updated to reflect the payment options.
5. Co-op Correspondence: None
6. Team Check-ins:
 - a. Board Development: At the 1/11 team meeting, Ellen will be taking over leadership of the team, Casey will be stepping off, and Lynn will be joining.
 - b. Business Plan: Lisa Randall from CEDA sent suggestions on the plan to Tom & Shara to review.
 - c. Community Investment Campaign: No updates
 - d. Finance: No updates
 - e. Marketing: No updates
 - f. Owner Engagement: Will be working on developing materials for a speaking series at community organizations/groups. Received an invitation from the Calumet library and will contact them about speaking to their group.
 - g. Site Selection: No updates
7. **Old Business**
 - a. CIC Coordinator position
 - i. Discussion: Discussed next steps for advertising or talking with existing volunteers to try finding someone to serve in this role.
 - ii. Outcome: Identified the need to pivot this job description from a Consultant role to an employee role. This will offer more flexibility for adjusting the job description to fit more of a Project Manager role, and likely be more enticing as a job opportunity. The job description will need updates, which Susan Lynch has agreed to provide insight on. Once the description is updated, we will share the posting with FRFC ownership first to look for candidates within our ownership base. This is a position which is most likely to

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- be paid using a temp agency.
- iii. Assignments:
 - 1. CIC will update the description and bring it to the full board for review.
- b. Letter of Intent Update
 - i. Discussion: The property owner has accepted our letter of intent and the offered purchase price. It is now moving through its paces toward the next steps which will include a draft of an agreement to purchase which will need to be reviewed by the board and our legal counsel.
 - ii. Outcome: Informational
 - iii. Assignments:
 - 1. Casey will email his contact at Woodland Bank to ask if they would need us to provide a new full market study, or if an updated version from the original 2017 study is adequate.

8. New Business

- a. Herald Review Interview
 - i. Discussion: Rebekah Sutherland, editor of the Herald Review, reached out via email and asked if we'd like to meet or do an interview.
 - ii. Outcome: Brandon will connect with her to do the interview next week.
 - iii. Assignments: None
- b. Owner Transfer
 - i. Discussion: An owner has reached out asking to transfer their ownership to another person because they are moving.
 - ii. Outcome: A new owner application will need to be completed by this person after we've verified they are not yet an owner as they can only have one voting share.
 - iii. Assignments:
 - 1. Tom will email the owner to request the signed transfer request form from them, and the signed application from the new owner. Once signed, he will update the owner directory as usual and forward the new owner application on to the rest of the owner onboarding team to complete the welcome process. The prior owners' ownership number will be marked as canceled, and the new owner will receive a new owner number.

9. Upcoming Meetings and announcements:

- a. Second board meeting on Thursday, January 18th, at 6:30 pm at Oak Hill Assisted Living
- b. Policy Review: A - Ends and C4 - Board Meetings (Garrett)

10. Closed session for site selection discussion if needed

MOTION to adjourn at 8:13pm made by Shara. Ellen seconded. Motion carried.

Postponed Discussion Topics:

Approved by Board Chair, Brandon Otway

Signature: _____ Date: _____.