

FREE RANGE FOOD CO-OP – Board Meeting Minutes

February 1, 2024

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

Staff: N/A

Absent: None

Guests: Anna Johnson

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 85 minutes scheduled.
 - b. There are 5 extra minutes for a closed session or topic extensions/additions.
3. Public comment acknowledgement: No comments
4. Outstanding Tasks:
 - a. Figure out our sales tax situation
 - b. Get Seven Roots price quote
 - i. Brandon requested this from them already
 - c. Process owner transfer paperwork per 1/4/24 meeting
 - d. Contact Woodland Bank about market study requirements
 - i. Casey contacted Kurt Werner and he indicated that the market study should be no more than 1 year old at the time we are applying for a commercial loan.
5. Co-op Correspondence: None
6. Team Check-ins:
 - a. Board Development: Ellen is the new team lead, Lynn has officially joined the team.
 - b. Business Plan: No updates
 - c. Community Investment Campaign: Offering document has been sent to the lawyer for review with an estimated return date from them of mid-February.
 - d. Finance: 1099's have been completed and sent to contractors.
 - e. Marketing: Newsletter template has been updated, and two casual meet & greet type events at Klockow Brewing are planned for February.
 - f. Owner Engagement: Met on Tuesday and discussed upcoming volunteer needs especially as relates to the CIC. They will be paring down the number of events we'll attend this summer to be sure we're attending the ones that have the most impact for the co-op. Lydia and Ellen presented about the co-op at the Calumet Library per the library's request, and were then invited to do another presentation in May at the YMCA.
 - g. Site Selection: Received the first draft of a purchase agreement back from the landowner. Once the team reviews it, they will bring it to the board for review before it goes through the legal review process. JQ Hannah from FCI will attend our February 15th board meeting to discuss the critical next steps at this development stage.
7. **Old Business**
 - a. CIC Coordinator Position
 - i. Discussion: This role is critical to be filled ASAP.
 - ii. Outcome: A current volunteer is interested in possibly leading the campaign but as part of a team in order to delegate more of the specific responsibilities assigned to this role. Brandon knows another owner who may also be interested in being part of this team. The rest of the board should consider who they know that may also be a good fit.
 - iii. Assignments:
 1. Brandon will connect with the owner he knows to ask about their interest on the team.

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- b. Seven Roots Scope for Next Steps
 - i. Discussion: Reviewed the document and discussed its contents.
 - ii. Outcome: The proposed scope of work seems pretty comprehensive, but there was a request to receive more clarification from seven roots on what type of support work they provide where it is noted in the scope that they play a supporting rather than lead role. Brandon has requested the price quote from them for these services and will forward it to the board once received.
 - iii. Assignments: None

8. New Business

- a. Resignation of Casey Dabrowski
 - i. Discussion: Casey submitted his letter of resignation on 1/25/24, to be effective after the meeting on February 15th.
 - ii. Outcome:
 - 1. **MOTION** to accept Casey Dabrowski's resignation effective February 15, 2024 made by Lydia. Ellen seconded. Motion carried.
 - iii. Assignments:
 - 1. The Marketing Team will draft posts thanking Casey, and advertising for the open board position.
- b. Accountability for Teams
 - i. Discussion: Ellen shared a presentation she created as inspired by the Getting Things Done: Accountability Basics for Startups session she attended at Up & Coming. She proposed making some potential updates to the team charters or reports in order to more clearly define team responsibilities.
 - ii. Outcome: All agreed more clarification regarding what teams are empowered to do will make it easier for teams to meet their goals and improve overall team and board function. We also discussed adding a set of guiding questions for teams to ask themselves as they make decisions in order to help ensure decisions made on the team level align with the overall needs of the co-op based on the current development stage.
 - iii. Assignments:
 - 1. Ellen will review guiding team documents and analyze which teams may benefit from improved structure, and propose updates to the documents as appropriate.
- c. Market Study
 - i. Discussion: We will need a new full market study since it needs to be less than one year old in order to qualify for commercial loans. G2G Research Group is the organization that has completed our previous market study and amendments.
 - ii. Outcome: Approved Brandon approaching G2G to get a cost estimate and timeline for a new full market study.
 - iii. Assignments:
 - 1. Brandon will contact G2G and forward information to the board once received.

9. Upcoming Meetings and announcements:

- a. Second board meeting on Thursday, February 15th, 6:30 pm at Oak Hill Assisted Living
- b. Policy Review: C-6, C-7, and quarterly review of procedural expectations

10. Closed session for site selection discussion if needed

MOTION to adjourn at 8:10pm made by Casey. Ellen seconded. Motion carried.

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Postponed Discussion Topics: None

Approved by Board Chair, Brandon Otway

Signature: _____ Date: _____.