

**These minutes are draft only. Minutes are not finalized until approved by the Alberta Cooperative Grocery Board of Directors at the following monthly meeting.**

**Alberta Cooperative Grocery Board of Directors Meeting**

May 5, 2026 6:30-9:30pm

Meeting Held in Person

**May 2026 Board of Directors Meeting Summary**

- The Board Monitored L7 & L4 and discussed the following ARFs: Board Improvement Initiative, Recording Board Meetings, Long Term Projects, Co-op Audit, 2025 Board Internal Audit, Change Meeting Schedule, and Discuss Monitoring Process.

**Directors present:** Rochelle Mollen (she/her), Eugene Rosolie (he/him), Lesley Farmer (she/her), Kristen McKee (she/her)

**Owner Members & Guests:** John and Nicole from NCDC (partially attended)

**Collective Management/Staff:**

**Board Support Staff:**

- **Board Link:** Shane Lei (they/he), **Board Administrator:** Frankie Martinez (he/him), & **Board Facilitator:** Charlotte (she/her)

**Directors not present:** Christopher A.D. (he/him)

**The Board began its agenda at 6:41PM**

**1. Opening and check-ins.**

- Participants shared how they're arriving at the meeting.

**3. Owner Comment and Board Response**

- N/A

**4 & 5. Decision: Review and approve agenda, approve draft minutes, and meeting agreements**

- The Board unanimously approved the agenda and consent agenda. Consent Agenda items included April 2026 Meeting Minutes. The Agenda was amended to extend monitoring for L7 & L4 to 10 minutes each.

**6. Commitment Review**

Number	Date Begun	Person/Group Responsible	Commitment	Deadline	Notes
1	04/01/25	Lesley	Propose edits to the Recording Meetings ARF	May 2026	On tonight's Agenda - complete
2	12/2/25	Board/CM/Link	Monitor - Board/CM/Link joint audit due by April 15.	June - July 2026	-
3	12/2/25	Link + BFC	Monitor/Report - L4 - Budget/Planning	May 2026	On Agenda - complete
4	1/6/26	SFPC PP	SFPC PP will report back with updates on each point of compliance as they are addressed, with an understanding that there will be at least monthly updates between Board Meetings. (L3 - Financial Condition Q3)	Ongoing	Ongoing.

5	1/6/26	BMAD/Board Link	Monitor L7 - Collective Management Link Replacement/Sub; Link Replacement/Substitute	May 2026	On Agenda - complete
6	2/3/26	Joy/General Store Team	Provide monthly report from the General Store to the Board, along with quarterly in-person updates.	Ongoing	Ongoing.
7	2/3/26	Eugene	Reach out to NCDC to invite them to a Board meeting to present on available services.	May 2026	On Agenda - complete
8	2/3/26	Frankie	Offer assistance to Josh and Marketing with identifying public documents that are editable, improperly linked, or missing, and reviewing the current document posting process with any new team members.	May 2026	In process
9	March 2026	BMAD	Discuss revisions to the L6 policy.	September 2026	-
10	March 2026	Link	Report L2 - Staff Treatment, Training, and Compensation	June 2026	Pushed to August 2026
11	March 2026	Any Sponsor	Endorse: Bylaws Revision Proposals	May 2026	On BMAD Agenda for June
42	March 2026	<del>Board/CM/Link Christopher + Lesley</del>	<del>ACG Yearly Internal Audit - Board, Management, Board Link</del>	May 2026	Duplicate
13	March 2026	Facilitator	What day does Charlotte need backup?	May 2026	Complete
14	April 2026	Link	Notice SFPC PP - L3 Q1 due in June	June 2025	-
15	April 2026	All	Anyone who has questions for the Kitchen Consultant they can email Kitchen.Committee@alberta.coop	May 2025	
16	April 2026	Board Admin (Frankie)	Make updates to L7.2 and L7.3.1.	May 2025	Pushed to June
17	April 2026	Board Admin (Frankie)	Make updates from Consent Agenda	May 2025	Pushed to June

## 7. Committee Reports

- Board Maintenance and Development (BMAD):
  - i. Drafted email to CM to encourage them to find a backup Board Link.
  - ii. Discussed L7 & L3
- Community Engagement Committee (CEC):
  - i. Planning on participating in Last Thursdays
  - ii. Discussed potential Kitchen Committee connections
  - iii. Discussed upcoming meet ups.
- Board Finance Meeting (BFC):
  - i. Discussed L4
    1. Discussed updating L4.3 language to:
      - a. *“L4.3 Fail to be approved by the CM and brought to the board for approval no later than the third week of December with a summary of quarterly projections for sales and all board targets.”*
  - ii. Discussed contingency plan.

## 8. Monitoring- L.7

- It was noted that the report did not fully account for the new business lines but was still representative.
- What progress has been made on identifying a backup Board Link?
  - i. There was an ARF brought to the March meeting and a discussion on the

need/requirements of the role. However, there has not been anyone who has shown interest in taking the role on.

1. There was some interest from some CM in forming a Committee to discuss communication and strategic planning.

- The Board Monitored L7
  - i. Did individual Directors receive and read the written report in advance of the meeting and come to the meeting prepared to act?
    1. Yes
  - ii. Is the Operational Definition/Interpretation reasonable?
    1. Yes
  - iii. Is there adequate data to determine compliance/accomplishment?
    1. Yes
  - iv. Does data demonstrate compliance/accomplishment?
    1. No
  - v. Was there an acceptable plan, including a timeline for compliance/accomplishment?
    1. Yes
  - vi. Is the Board prepared to proceed without any additional information?
    1. Yes. The Board accepted Policy L7 Report with acknowledgment of non-compliance.

#### 9. Monitoring- L.4

- Brief discussion on the BoD and CM meeting cadence and how that influences the timeline for the CM to provide the yearly budget for approval.
- The Board Monitored L4
  - i. Did individual Directors receive and read the written report in advance of the meeting and come to the meeting prepared to act?
    1. Yes
  - ii. Is the Operational Definition/Interpretation reasonable?
    1. Yes
  - iii. Is there adequate data to determine compliance/accomplishment?
    1. Yes
  - iv. Does data demonstrate compliance/accomplishment?
    1. No
  - v. Was there an acceptable plan, including a timeline for compliance/accomplishment?
    1. Yes
  - vi. Is the Board prepared to proceed without any additional information?
    1. Yes. The Board accepted Policy L4 Report with acknowledgment of non-compliance.

#### 10. Board Improvement Initiative - Board Consulting

- The Board was joined via phone by John and Nicole from NCDC.
- Background context was provided on the ARF.
- A brief background of NCDC and services was provided.
- Process/Proposal
  - i. Would begin by observing a few meetings.
  - ii. Business Management Assessment
  - iii. Conduct a general analysis of the organization
  - iv. Identify what the Board wants to achieve
  - v. Solicit feedback from the Membership on the Board's work and model.
- Questions from Board
  - i. What is meant by the Policy Governance Model?
    1. Model of governance originally intended for non-profits but widely adopted by coops. This model clearly identifies roles and responsibilities between Board and Management and decision making capabilities.

2. Insight was provided on the Board's meeting structure and how that has shifted over time.
3. Insight was provided on the non-hierarchical structure of the coop.
4. Discussion on different governance models/structures.
- ii. NCDC suggested that a major focus should be consumer member engagement.
- iii. Does using the sociocracy model change the policy language over time?
- John and Nicole left after questions.
- Discussion
  - i. An opinion was offered that the sociocracy method could help simplify the policy language.
  - ii. Follow up questions for NCDC
    1. Could NCDC help the Board update our policy language as/if needed?
    2. After the initial observation of Board meetings, what exactly would the next steps be?
    3. They had experience with various coops, but what experience do they have working with coops where the Board can not engage in management and there is no GM?
  - iii. **Commitment: Board to send any questions for NCDC to Eugene by May 7th.**
  - iv. **Commitment: Relay questions to NCDC.**

#### 11. Break from 8:05 to 8:16PM

#### 12. Recording Board Meetings

- The background of the ARF was discussed.
  - i. Previous desire to be able to record meetings and to record audio only.
- Google Meets is available as an alternative to Zoom.
- Questions
  - i. How would we record in person meetings?
    1. We could record using a device, phone, or computer.
  - ii. What is the need for this?
    1. This was a request from a previous mix of Board members.
    2. Meeting minutes have not always provided enough context around major conversations.
    3. Additional context was provided why we moved to more in person meetings.
  - iii. When meeting remotely, we would use Google Meets.
- There was concern noted about recording minutes around access to data.
- The Board agreed to continue this conversation at the next meeting when all members were present.
- Jitsi is an alternative platform for online meetings and recordings.

#### 13. Longterm Projects

- Background ARF was provided.
- Discussion: What is a long term project? How is it defined? Proposed to keep on agenda and spend time at the end of every meeting to discuss.
  - i. What is a long term project? How is it defined?
    1. An item that would not live on the commitment agenda. Larger projects, for example, like buying a building.
    2. Larger scope projects, potential to span multiple years and Boards.
    3. Long term relationships and collaborations that extend past a single Board.
    4. Other examples could be
      - a. Re-examining the Coops business plan.
      - b. The Board and CM relationship
  - ii. Should we keep it on the Agenda?
    1. If we do, should we restructure the Agenda so these conversations don't

- happen at the end of the meeting.
    - 2. Or keep long term projects where they currently are, and they could be “report backs” from committee work.
  - iii. Long Term Projects could be listed and live in a unique document similar to the commitment review.
  - iv. **Commitment: Frankie to create Long Term Projects document.**

#### 14. Co-op Needs an Audit

- Background of the ARF was provided.
- An ARF will be brought to the CM suggesting the need for an audit (non-financial) on organizational systems, accountability, communicating, training, and a unity of culture.
  - i. Perspective offered that this is indeed a need given the Co-Ops growth and the gaps in training between CM.
    - 1. Discussion on what current onboard and training entails. This audit would address larger organizational topics.

#### 15. 2025 Board Internal Audit

- Background of the Internal Audit was discussed.
- BMAD conducted the audit and is sharing with the Board for feedback. The audit will then be sent to the CM.

#### 16. Change Meeting Schedule

- Background on the ARF was provided.
- The current CM and BoD meeting schedule does not allow for enough time between meetings.
- Concern was noted that if the CM would change their meeting date in the future it may require the BoD to change the meeting date again.
  - i. How often does the CM change their meeting date?
    - 1. There has only been one meeting change in recent memory.
- Alternatively there was support for being flexible if a change would alleviate some of the barriers.
- A proposal is made that if the meeting date changes it should start in 2027 and be announced at the July Member meeting.
  - i. An alternative proposal is to have this announced at the July Member meeting and effective in August. The meeting date change could also be communicated in the Newsletter.
- A change in the Meeting date would require all committee meetings to change as well as the ARF meeting. Suggestion is to have committees discuss this individually and bring it back at the next Board meeting.
  - i. **Commitment: Board Link to bring an ARF to formally ask for the BoD meeting date change to the second tuesday.**
  - ii. **Commitment: Committees and ARF teams to discuss date change.**
  - iii. **Commitment: Facilitator to check with Ally on availability for the second Tuesday of the month.**

#### 17. Discuss Monitoring Process

- A brief review of the monitoring process was discussed.
  - i. Prior to an L report being submitted it can start being in process for 6-7 weeks prior to it being due. The report is submitted 1-2 weeks prior to a meeting and received by the Board a week before.
  - ii. During the meeting, there is space to highlight any major changes and ask any clarifying questions/concerns.
  - iii. If the report meets the requirement of the Monitoring Tree, then the Monitoring process is completed.

- iv. After that, then there is time to discuss concerns or particulars of the report/plan or make requests to change policy.
- It's noted that changes to policy should either happen well in advance of a policy being monitored or after the policy has been monitored to avoid making changes while a report is being written.
- Clarity was requested on when monitoring takes place either in committee meetings vs before a board meeting vs in a board meeting.
  - i. Historical context was provided on how this process has evolved.
  - ii. **Commitment: Board Link to create slide show to clarify the Monitoring process.**

Number	Date Begun	Person/Group Responsible	Commitment	Deadline	Notes
1	May 2026	Kristen	Follow up with Christopher regarding email to CM about the backup board link.	June 2026	
2	May 2026	CEC	Survey for meeting outside of work	June 2026	
3	May 2026	Board	Board to send any questions for NCDC to Eugene by May 7th to relay.	May 7, 2026	
4	May 2026	Board Admin	Create Long Term Projects tracking document	June 2026	
5	May 2026	Board Link	Bring an ARF to formally ask for the BoD meeting date change to the second tuesday.	June 2026	
6	May 2026	All Committees	Committees and ARF teams to discuss BoD date change.	June 2026	
7	May 2026	Facilitator	Check with Ally on availability for the second Tuesday of the month.	June 2026	
8	May 2026	Board Link	Create a slide show to clarify the Monitoring process.	June 2026	
9	May 2026	President/Treasurer	Finalize annual report to membership for annual meeting	June 2026	
10	May 2026	BMAD	Table before Annual Meeting to answer questions and make members more aware of the Board Elections & Bylaw Revisions process as it relates to G10.	June 2026	
11	May 2026	SFPC PP	L3 - Financial Condition Q1	June 2026	
12	May 2026	Board Link	Notice SFPC PP - L3 Full Year due in August	June 2026	

#### 18. Board Meeting Summary For CM Posting

- The Community Engagement Committee is partnering with Marketing to create an enjoyable space for ACG to meet outside of work. Check your email for a survey to let us know what sounds possible, worthwhile and interesting to you.
- For the resilience of the Co-op the Board strongly encourages finding back-up for essential roles. Email to follow with more details.
- The Board has completed a self assessment for 2025 which will be shared with all staff.

#### 19. Check Outs + Looking Forward

- The Board adjourned its meeting at 9:27 and went into closed session.
- The next meeting will be held in person and is on June 2, 2026