

Common Ground Food Co-op  
 Board Meeting Minutes  
 October 12, 2015  
 6:15 pm to 8:15 pm  
 Lincoln Square Conference Center, Room 154D

Present: Eric Benson, Magdalena Casper-Shipp, Charles Delman, Martha Mills, Todd Sweet, Colleen Wagner, Julie Zilles

Absent: Megan Gillette, Halie Kastl

Others Present: Satina Braswell, General Manager; Michael Pennington, IT Manager; Kristin Davis, Promotions Manager; Lisa Thomas, Center Store Merch Manager; Jeffrey Chandler, Minute-Taker

Proceedings	
<b>Meeting called to order</b>	At 6:16 pm by Todd Sweet
<p><b>1. Preliminaries</b></p>	<ul style="list-style-type: none"> <li>• <b>Guests/Owners</b>            Satina Braswell (General Manager)            Michael Pennington (IT Manager)            Kristin Davis (Promotions Manager)            Lisa Thomas (Center Store Merch Mgr)</li> <li>• <b>Public Comment</b>            None</li> <li>• <b>Agenda Amendments</b>            None</li> </ul> <p><b>Action Taken</b>            The board unanimously approved the agenda.</p>
<p><b>2. Board Study</b></p>	<p><b>A. New Board Member Introductions</b>            Todd Sweet opened the floor for board members to introduce themselves. All board members introduced themselves and shared why they joined the board. New board member, Colleen Wagner, shared that she is a former employee and long-time owner, and that she joined the board to become more involved and has specific interest in the second store. New board member, Charles Delman, shared that he is from Charleston, IL but has been an owner since 1994.</p> <p><b>B. Expansion Update</b>            Satina Braswell reported that for the next 6 weeks, while she is on maternity leave, the staff focus will be the owner loan campaign, with Michael</p>

Pennington taking the lead. Maria Ludeke will manage outreach efforts and the call center, and Phyllis Bruno will be in charge of the financial collecting and reporting.

Satina informed the board they could be involved in a number of ways. They can continue to help tabling in the store, can contact Maria to see if there is room for them to help in the call center, or they can help with mailings. She mentioned board members are typically the first owners to contribute so the other outreach campaign can report gaining interest.

Satina shared that the architect, contractor and interior designer are under contract. Owner representative will be contracted soon, at which point additional lease issues and timeline should be resolved. There should be a site visit for all parties in early November. Todd asked who will be the main contact during her maternity leave, Satina specified Michael Pennington.

Magdalena Casper-Shipp and Julie Zilles attended the call center/ mailing yesterday and brought back the call center script and FAQs those phone agents use. Julie specified not to call the owner loan anything else for legal reasons, including not saying "donation" or "investment." Satina forwarded these documents as well as the entire owner loan packet to the board for their review and use. Satina did specify any detailed financial questions should be directed to Phyllis so she may address them correctly.

**C. Possible Retreat Topics**

Todd opened up discussion and brainstorming for upcoming board retreat. Dates in January were

	<p>discussed, and ultimately Todd will send a poll to the board to determine the best days of availability. Numerous topics were discussed including team building, getting to know new GM, new annual goals and schedule, the role adaptation of the board in light of the second store, reviving Jacqueline Hannah’s “democracy project” and MOO strategic planning. There was also brainstorming for potential locations including former locations likes the boathouse at Crystal Lake, Channing Murray, Pizza M and others.</p>
<p><b>3. Consent Agenda</b></p>	<p><b>A. Minutes from September Meeting</b> Julie Zilles noted a change to the dates for GM Evaluation plan, noting current plan is good through June 2016, a temporary plan will be created to cover July-December 2016, with the normal schedule resuming January 2017.</p> <p><b>B. CBLD Q3 2-15 Report</b> No comments.</p> <p><b>C. CBLD 2016 Participation Agreement</b> Todd discussed the new cost and necessity of this policy and discussion concluded it was useful especially in light of the GM transition this year, where the consultation and advice were key.</p> <p><b>D. Election Results</b> No comments.</p> <p><b>E. GM Operational Update (MORe)</b> No comments.</p> <p><b>Action Taken</b> The board unanimously approved the September minutes as amended and the additional items.</p>
<p><b>4. Internal Monitoring</b></p>	<p><b>A. BP C5 Code of Conduct</b> The board discussed the report and those in attendance turned in their conflict of interest agreements.</p> <p><b>Action Taken</b> The board unanimously found themselves in compliance.</p>

	<p><b>B. BP C1 Governing Style</b></p> <p><b>Action Taken</b> The board unanimously found themselves in compliance.</p>
<p><b>5. GM Monitoring</b></p>	<p><b>A. EL B7 Communication to the Board</b> The board discussed the report.</p> <p><b>Action Taken</b> The board unanimously accepted the report with acknowledgement of non-compliance.</p> <p><b>B. EL B8 Board Logistical Support</b> The board discussed the report.</p> <p><b>Action Taken</b> The board unanimously accepted the report with acknowledgement of non-compliance.</p>
<p><b>6. Committee Reports</b></p>	<p><b>A. Board Development Committee</b> Todd asks for comments regarding the recent board elections. There was a 75% increase in voting participation this year over last, online voting and a non-contested race last year were offered as explanations. Michael noted there were some minor technical issues, and recommends some optional paper ballots next year for owners not wanting to vote online. There was discussion about the confusion some owners had about voter requirements. There was discussion about making a formalized plan or timeline for public release of election results.</p> <p><b>B. Outreach Committee</b> Martha Mills reported that it seems despite the planning issues the MOO came together. Satina noted Maria Ludeke will be giving a more full report by November 2<sup>nd</sup>.</p> <p><b>C. Policy Committee</b> Julie reported that the policies regarding mid-cycle board vacancies and the GM Evaluation are on the committee's to do list. She</p>

	<p>recommends moving the scheduled BP C7 monitoring from December to November this year to accommodate several present scenarios.</p> <p><b>Action Taken</b> The board unanimously accepts the motion to move the BP C7 monitoring to the November meeting.</p>
<p><b>7. Board Officer Elections</b></p>	<p>Todd reports that there is no slate of officers as there are multiple nominees for some positions, so each office will need to be handled separately.</p> <p><b>PRESIDENT</b></p> <p><b>A. Nominations</b> Magdalena Casper-Shipp – <i>accepted nomination</i> Julie Zilles – <i>accepted nomination</i> No further nominations from the floor.</p> <p><b>B. Candidate Statements</b> By random draw Julie Zilles speaks first. Julie Zilles- Julie notes three major points that she would like to focus on if elected: New GM relationship, strengthening our democracy, co-op vision past the second store, as well as MOO planning and board engagement. Magdalena Casper-Shipp – Magdalena notes she will be voting for Julie.</p> <p><b>C. Vote</b> Vote is taken by written ballot, counted by Jeffrey Chandler. <b>Julie Zilles is unanimously elected as President.</b></p> <p><b>VICE PRESIDENT</b></p> <p><b>A. Nominations</b> Martha Mills –<i>accepted nomination</i> No further nominations from the floor.</p>

**B. Vote**

Vote is taken by hand.

**Martha Mills is unanimously elected as Vice President.**

**TREASURER**

**A. Nominations**

Magdalena Casper-Shipp

*-accepted nomination*

No further nominations from the floor.

**B. Discussion**

When asked, Magdalena says she would be willing to serve as Treasurer and Secretary if required, as there are no nominees for Secretary currently. General discussion and agreement that it is preferred that the jobs remain separate if possible to allow for more leadership opportunities.

**C. Vote**

Vote is taken by hand.

**Magdalena Casper-Shipp is unanimously elected as Treasurer.**

**SECRETARY**

**A. Nominations**

No nominations accepted prior to the meeting.

Todd mentions he spoke to Halie Kastl, who is absent this evening, and she said she would accept if nominated. Eric Benson further details the duties of the position to those present. When asked if he would accept a nomination to serve again this year, Eric accepts.

Eric Benson

*-accepted nomination*

No further nominations from the floor.

**B. Vote**

Vote is taken by hand.

**Eric Benson is unanimously elected as Secretary.**

<p><b>8. Closing</b></p>	<p><b>A. Next meeting, November 9, 2015</b></p> <p><b>B. Outreach calendar assignments</b> A sign-up sheet was passed around for tabling and newsletter duties for November 2015-October 2016.</p> <p><b>C. Other tasks and assignments</b></p> <p><b>D. Go around for comments</b></p> <p>Satina added Marissa Stewart (HR manager) would be continuing the work on the neighborhood connections with elizaBeth Simpson (facilitator/consultant) while she is out.</p>
<p><b>a. Meeting Adjourned</b></p>	<p>At 8:12 pm by Todd Sweet</p>