

Common Ground Food Co-op  
 Board Meeting Minutes  
 August 8, 2016  
 6:15 pm to 8:15 pm  
 Lincoln Square Conference Center, Room 154D

Present: Jodi Anderson, Charles Delman, Magdalena Casper-Shipp, Megan Gillette, Margaret Johnstone, Todd Sweet, Colleen Wagner, Julie Zilles

Absent: none

Others Present: Satina Braswell, General Manager  
 Phyllis Bruno, Finance Manager  
 Anna Barnes, Education Coordinator  
 Jack Kenealy, Chill Lead  
 Gray Sutton, Grocery Assistant Manager  
 Lisa Thomas, Grocery Manager  
 Anne Francis, owner  
 Jacob Frankovich, owner  
 Gilbert Heinz, owner  
 [Illegible Name], owner  
 Michael Pennington, Green Top GM, CGFC owner  
 Kimberly Alcorn, Green Top President  
 Jerica Etheridge, Green Top Vice President  
 Michael Gorman, Green Top board member  
 Melanie Shellito, Green Top board member  
 Jeffrey Chandler, Minute Taker

<b>Proceedings</b>	
<b>Meeting called to order</b>	At 6:22 pm by Julie Zilles
<b>1. Preliminaries</b>	<p><b>A. Guests/Owners</b>          Satina Braswell, General Manager          Phyllis Bruno, Finance Manager          Anna Barnes, Education Coordinator          Jack Kenealy, Chill Lead          Gray Sutton, Grocery Assistant Manager          Lisa Thomas, Grocery Manager          Anne Francis, owner          Jacob Frankovich, owner          Gilbert Heinz, owner          [Illegible Name], owner          Michael Pennington, Green Top GM, CGFC owner          Kimberly Alcorn, Green Top President          Jerica Etheridge, Green Top Vice President          Michael Gorman, Green Top board member          Melanie Shellito, Green Top board member</p>

	<p>Jeffrey Chandler, Minute Taker</p> <p><b>B. Public Comment</b></p> <p>John Kenealy made public comment in light of upcoming scheduled executive discussion later in the meeting that he feels investing in a new store would be better than a second store.</p> <p>Julie Zilles welcomed guests from Green Top Board and Michael Pennington. She noted the discussion regarding the second location would be held in closed executive session this evening to maintain financial confidentiality. She noted however the vote regarding the second location would happen in open session, but may not be decisive this evening. She apologized if the newsletter was misleading regarding this discussion and vote.</p> <p><b>C. Agenda Amendments</b></p> <p>Julie noted the agenda distributed this evening is the most current agenda, updated from the previous agenda sent electronically.</p>
<p><b>2. Consent Agenda</b></p>	<p><b>A. Public Minutes from July Meeting</b></p> <p><b>B. GM Operational Update (MORe)</b></p> <p><b>C. Monthly Financial Updates</b></p> <p><b>Action Taken</b></p> <p>The board unanimously approved the Consent Agenda.</p>
<p><b>3. GM Reporting</b></p>	<p><b>A. EL B1 Financials Q2</b></p> <p>The board reviewed the report for compliance.</p> <p><b>Action Taken</b></p> <p>The board unanimously accepted the report with acknowledgement of non-compliance.</p>
<p><b>4. Board Admin</b></p>	<p><b>A. Review Board Calendar</b></p> <p>The calendar was submitted prior to the meeting, Julie noted the calendar was changed back to the old schedule, noting changes this year for GM Succession and maternity leave. Todd Sweet asked if Satina Braswell found any issues with schedule, not having received the calendar she briefly reviewed it and noted no apparent issues.</p>

	<p><b>Action Taken</b></p> <p>The board unanimously approved the proposed board calendar.</p>
<p><b>5. Committee Reports</b></p>	<p><b>A. Board Development Committee</b></p> <p>Magdalena Casper-Shipp reported there is currently one application received for the upcoming board elections. She noted the deadline for application August 15<sup>th</sup>, and solicited applications from board members seeking re-election and guests present.</p> <p>There was discussion about the upcoming board retreat, tentatively scheduled in November, back to usual. Julie noted Todd Wallace has advised he is available the first two weekends. Discussion about scheduling a meeting for board members not yet elected. However, meeting must be set ahead of time, it was agreed to inform potential board members of meeting dates when selected to provide ample time to accommodate their schedule.</p> <p><b>B. Owner Outreach Committee</b></p> <p>Colleen Wagner reported the committee met and sent meeting notes to staff outreach team, with a joint meeting upcoming. The date for the MOO is set for the September 18<sup>th</sup> most likely from 1-3pm. Todd asked if electronic voting would be used again this year, Phyllis Bruno advised staff is on it. Julie noted the budget for the MOO needs to be finalized. There was discussion regarding the outreach calendar coverage.</p> <p><b>C. Policy Committee</b></p> <p>Charles Delman reported that he is currently organizing and updating policies to incorporate recent changes. Julie noted this is a good time to suggest policies for review. She also noted the new GM Evaluation procedure is scheduled for next month. It was decided the Secretary would be responsible for compiling the necessary reports for review.</p> <p>Julie opened up the floor for to Green Top for questions before expansion discussion begins.</p>

	<p>Julie Alcorn asked a question about report submission in advance of meetings.</p>
<p><b>6. Expansion Updates</b></p>	<p>Julie explains that the board will follow the national best practices to review the feasibility of the expansion project. She noted three main points suggested for review:</p> <ul style="list-style-type: none"> <li>• Demand</li> <li>• Financial Feasibility</li> <li>• Organization Readiness</li> </ul> <p>However all sources also suggest evaluating</p> <ul style="list-style-type: none"> <li>• Owner Engagement</li> </ul> <p>There was a comment from a guest that she appreciates the work the board does and trusts their decision on the matter.</p>
<p><b>EXECUTIVE SESSION OPENS</b></p>	
<p><b>Expansion Updates continued</b></p>	<p>All guests leave the meeting, except for Satina Braswell and Phyllis Bruno with permission from the board.</p> <p>Satina reported on the finding of recent studies and analysis in regards to the four points of evaluation.</p> <p><b>Demand</b></p> <p><b>Operational Readiness</b></p> <p><b>Financial Feasibility</b></p> <p><b>Owner Engagement</b></p> <p>Board discussion follows.</p>
<p><b>EXECUTIVE SESSION CLOSSES</b></p>	
<p><b>Expansion Updates continued</b></p>	<p>Satina, Phyllis and some guests return as meeting reopens.</p> <p><b>Action Taken</b></p> <p>The board unanimously votes to delay the decision to proceed or not with second location expansion until later in the week by special meeting to allow for further consideration of the pro forma.</p>

<b>8. Closing</b>	<b>A. Next meeting September 12, 2016</b> <b>B. Outreach calendar assignments</b> <b>C. Other tasks and assignments</b> <b>D. Go around for comments</b>
<b>Meeting Adjourned</b>	At 8:45 pm by Julie Zilles