

Common Ground Food Co-op
 Board Meeting Minutes
 February 13, 2017
 6:15 pm to 8:15 pm
 Urbana Civic Center, Urbana Illinois

Present: Magdalena Casper-Shipp, Charles Delman, Tom Howley, Margaret Johnstone,
 John Orawiec, Marissa Stewart, Ted Veselsky, Julie Zilles

Absent: Kristin Walters

Others Present: Satina Braswell, General Manager
 Phyllis Bruno, Finance Manager
 Bruce Adams, Marketing Director
 Sarah Buckman, Outreach Coordinator
 Jeffrey Chandler, Minute Taker

Proceedings	
Meeting called to order	At 6:17 pm by Julie Zilles
1. Preliminaries	<p>A. Guests/Owners Satina Braswell, General Manager Phyllis Bruno, Finance Manager Jeffrey Chandler, Minute Taker Bruce Adams, Marketing Director Sarah Buckman, Outreach Coordinator</p> <p>B. Public Comment None. Prior to meeting Kristin Walters did try to phone-in to the meeting, but was unable to get reliable audio.</p> <p>C. Agenda Amendments Satina Braswell requested EL B1 be removed to allow for incorporation of financial review information. Julie Zilles advised they would officially discuss what to do with the report as scheduled later in the meeting.</p>
2. Board Study	<p>Owner Outreach</p> <p>A. MOO Objectives Marissa Stewart gave a presentation on the meetings the committee has had recently. She presented five areas the help define the objective of the MOO:</p> <ol style="list-style-type: none"> 1. Structured Accountability to Owners 2. Status Report 3. Understanding the work of the Board

- 4. To receive feedback from owners
- 5. Celebration

She also presented the committee's plan for division of labor. Noting the committee and board will create a timeline, will plan and communicate early and will define parameters for staff. Whereas the staff would implement to the board plan while adhering to the timeline and communicating progress to the committee. Julie noted it is also important to define what the committee will handle versus what items require board input or approval. Sarah Buckman asked who her communications should go to. Marissa indicated the committee. The committee would then decide what required board attention.

There was also discussion regarding the budget responsibilities. It was agreed that the board approves the full budget which includes outreach line items. The committee would then use those line items to make detailed individual event/program needs, which the staff would then spend accordingly.

B. Fin MOO Messaging

Marissa presented two questions for which they would like the board input. How do we invite and engage owners to participate in the Fin MOO? And, how do we inform owners that the FinMOO is new/different? Phyllis Bruno noted she always sees the most participation when specific input is needed from the ownership. Julie reported the she and Satina met with Todd Wallace regarding transparency strategies going into the FinMOO. There was discussion about the upcoming newsletter and FinMOO information. It was decided the newsletter will not be FinMOO specific, as that would be rolled out within the FinMOO communication plan.

C. Monthly Tabling

Marissa reported that the committee feels the monthly "coffee with a board member" needs to be revamped to engage more

	<p>participation. Firstly, they want to set the schedule more around the events calendar. Marissa also noted the committee is looking for some brainstorming from the board to rename or rebrand the monthly tabling. The board and guests engaged in solo and small group brainstorming. There were suggestions to move the tabling to different times and days of the week, better visual aids and interactive activities, serving food, better board member visibility and a loyalty program for participating in owner events that gives retail benefits and/or discounts.</p>
<p>3. Consent Agenda</p>	<p>A. Public Minutes from January Meeting B. GM Operational Update (MORE) C. Monthly Financials</p> <p>Charles Delman requested item A be removed for discussion.</p> <p>Action Taken The board unanimously approved items B and C of the consent agenda.</p> <p>Charles Delman requested that the Policy Committee Report reflect that he and Ted Veselsky did meet, and noted in Item 7B respectfully should be changed to respectively.</p> <p>Action Taken The board unanimously approved item A as amended.</p>
<p>4. GM Monitoring</p>	<p>A. EL B1 Financial Conditions</p> <p>Satina reported a review and refinancing from the Shared Capitol loan is to be solidified to complete the financial review from Wegner which will directly impact the financial conditions report. She asked the board if they would like the report sent as soon as information is ready or for the March board meeting, the board generally concurred for the March meeting. The board also agreed to delay discussion of compliance until that</p>

	<p>report is received and reviewed.</p> <p>Action Taken The board unanimously voted to move the report for EL B1 to March 2017.</p> <p>Julie informed the board that this meeting will mark a year of monthly financial reporting and asked if the reporting is getting the results the board was looking for, and do they still require the report? John Orawiec noted the financial situation looks bleak and does require continued monthly monitoring. Julie suggested a working group to evaluate what the board should be watching and evaluating. John, Charles, Julie and Magdalena Casper-Shipp volunteered to serve on the working group.</p> <p>Action Taken The board unanimously appointed the above volunteers to a Financial working group charged with bringing a proposal to the board to determine what/why/how to monitor over the next year.</p>
<p>B. Board Monitoring</p>	<p>A. BMR D1 Unity of Control</p> <p>B. BMR D2 Accountability of GM</p> <p>C. BMR D3 Delegation to GM</p> <p>Julie notes all three points are similar and invites voting as a whole or individually.</p> <p>Action Taken The board unanimously found themselves in compliance on all three policies as a whole.</p>
<p>C. Committee Updates</p>	<p>A. Board Development Committee Magdalena reported the committee met, and discussed the timeline for this year’s election.</p> <p>B. Owner Outreach Committee Marissa thanked everyone for their participation earlier in the meeting. She also reported the committee is working on a</p>

	<p>location for the FinMOO, which is April 8th.</p> <p>C. Policy Committee Charles referred the committee’s review of the non-compliance procedure as submitted prior to the meeting. There was discussion regarding additional reporting required of the Secretary, which Margaret Johnstone agreed to complete. The procedure will be reevaluated again in September after the next GM review is performed.</p> <p>Action Taken The board unanimously approved the procedure for monitoring as presented by the committee.</p> <p>D. Democracy Project Working Group Julie reported the she and Kristin administered the staff survey and have published results for review on basecamp. They have plans to let the staff know what is being done with their input. Julie also reviewed some small items that have already been addressed. She also presented plans for vision input methods from owners.</p>
D. Board Admin	<p>A. Board Budget Magdalena presented revised board budget prior to meetings. She pointed out there are also notes regarding allocation and justification within the file.</p> <p>Action Taken The board unanimously accepted the Board Budget as presented.</p>
8. Closing	<p>A. Next meeting March 13, 2017 Meetings at the Urbana Civic Center for the remainder of 2017.</p> <p>B. Outreach calendar assignments</p> <p>C. Other tasks and assignments</p> <p>D. Go around for comments The board went around for closing comments.</p>
Meeting Adjourned	At 8:15 pm by Julie Zilles