

Common Ground Food Co-op
 Board Meeting Minutes
 July 13, 2015
 6:15 pm to 8:15 pm
 Lincoln Square Conference Center, Room 154D

Present: Todd Sweet, Eric Benson, Magdalena Casper-Shipp, Megan Gillette, Lisa Hinchliffe, Halie Kastl, Martha Mills, Julie Zilles

Absent: None

Others Present: Satina Braswell, General Manager; Michael Pennington, IT Manager; Jeffrey Chandler, Minute-Taker

Proceedings	
Meeting called to order	At 6:17 pm by Todd Sweet
1. Preliminaries	<ul style="list-style-type: none"> • Guests/Owners Satina Braswell (General Manager) Michael Pennington (IT Manager) • Public Comment None • Agenda Amendments None <p>Action Taken The board approved the agenda.</p>
2. Board Study	<p>A. CCMA Recap Magdalena Casper-Shipp presented a review of some of the presentations she attended at CCMA. She discussed a board perpetuation presentation, detailing their recommendation to actively pursue potential board members with skills the board requires for better operation. The presentation also recommended never leaving vacancies open and removing ineffective board members. The board discussed their circumstances and potential changes to the process, including Todd Sweet’s input that a nominations committee is built into the charter but as of yet unused but could be used to vet potential board members. Lisa Hinchliffe asked if there were procedural recommendations to expedite the selection process, as the</p>

process itself often delays filling vacancies to the point that incorporating filling the vacancy with the next annual election is often more effective. Magdalena added that most of the presentation was ideological not procedural. Todd mentioned past discussions regarding keeping a well of qualified candidates in waiting in case positions needed to be filled quickly as a possibility. Other discussion was had regarding filling board member vacancies, but most were charged to the board development committee for review for the 2016 election as the upcoming election is too soon to implement procedural change.

Magdalena also commented on another presentation regarding transparency, noting a recommendation to make a separate owner newsletter that was not intended for marketing purposes, simply informational.

Julie Zilles also presented regarding the presentations she attended at CCMA. Julie presented regarding Diversity and Inclusion. She noted examples given in the presentation and feels the co-op could benefit from a few take-aways. Firstly holding quarterly meetings with the communities surrounding the co-op, especially important for the new location, and steered specifically to those community members or groups with complaints so they can be heard. Secondly a recommendation from the presentation to adjust hiring procedures to highlight diversity, an example given to highlight and utilize staff that speak multiple languages.

Julie then reported on a presentation regarding meeting board financial obligations. In summary Julie presented examples of new metrics to track, how

	<p>long to track certain metrics and audit review and practice. She noted they suggested the board be the contact for the CPA used for an audit, not the staff. She also added a decision on the 2015 audit and review needs to be made by October.</p> <p>Julie also shared information from a presentation on competition. She noted that co-ops also need to be concerned with competition from chain grocery stores as they are improving their natural food selection and price competition. From another presentation she shared ways to prepare for competition, including, having market studies done, forecasting, investing to compete and keeping owners and staff informed.</p> <p>B. Public Expansion Update Satina Braswell reported that she and Phyllis Bruno have reviewed and sent the proforma to Bill Gesner for review prior to sending it to potential lenders, she specified this was not required but recommended for the process. Satina will be meeting with Dave Jones regarding the lease amendment for the roof and sidewalks grant. She will be in contact with Elizabeth Simpson in regard to facilitation of upcoming neighborhood input sessions. She has a mandatory staff meeting scheduled for August 9th to receive their input. She detailed that once the lender is chosen the next immediate step is to hire an architect, then to compile to owner loan packet.</p>
<p>3. Consent Agenda</p>	<p>A. Private Minutes from June Meeting June minutes amended to reflect Lara Orr not Lara Jobe and a private action item was removed from the public minutes.</p> <p>B. Public Minutes from June Meeting Same as Private Minutes amendments.</p> <p>C. GM Operational Update</p>

	<p>Document provided prior to the meeting.</p> <p>Action Taken The board unanimously approved June minutes as amended, as well as the update.</p>
<p>4. Committee Updates</p>	<p>A. Board Development Lisa Hinchliffe accepted to role of chair for this committee. Lisa presented items for election preparedness and sent documents prior to the meeting including a proposed timeline. The MOO is scheduled for September 20th in the timeline, though venue is still TBD. The August newsletter needs to be election focused. Magdalena volunteered to write the newsletter. Lisa stressed the need for candidates, as there are three openings and only one potential incumbent candidate. The board informational session was set for August 10th from 5:15-5:45 prior to the next board meeting. Todd and Magdalena volunteered to staff the event. The deadline for candidate application is August 17th. Candidates can either submit a video or set up a time with Lara Orr to have a video recorded on site. The discussion about candidate vetting was brought up again and the overall consensus is to work on those improvement for the 2016 election process.</p> <p>Online voting was discussed at length including impromptu input for Michael Pennington. Lisa is meeting with Lara Orr and Maria Ludeke tomorrow and will discuss staff feasibility at that time. Software for the online voting has already been selected though there is no current contract with the company as no funds have been allocated for purchase. The decision to allocate the board funds for online voting was discussed and tabled until later in the meeting.</p>

B. Outreach Committee

Martha Mills and Magdalena reported on tabling and the MOO. Tabling for July and August has been suspended in order to allow for increased board participation in neighborhood meetings and second location events. Though board presence and response has been lacking and needs improvement. Committee will review routine outreach activities and will present suggestions to the board for continuity and improvement. The committee plans to meet with Lara Orr and Maria Ludeke as well to confirm neighborhood outreach plans.

C. GM Search Committee

Julie reported that the budgeted \$6000 for the GM Search was not required because no long-distance candidates were selected so there was no required travel and lodging. The overall expense was just under \$1900, Julie suggested the board would pay the agreed upon \$1200 leaving the balance for the operational budget as previously agreed upon.

Julie presented the GM transition plan, adding quarterly check-ins and increased monitoring. Per Todd's request Halie Kastl agreed to make an online survey for the check-ins.

Action Taken

The board unanimously approved the GM Transition plan as presented.

Julie submitted the adjusted Board budget previous to the meeting. She reviewed the changes, including the reduced GM Search budget as well as \$3000 allocated to online voting.

Action Taken

The board unanimously approved the revised

	Board budget as presented.
5. Closing	<p>A. Next meeting, August 10, 2015</p> <p>B. Outreach calendar assignments</p> <p>C. Other tasks and assignments</p> <p>Todd brought up the Board Retreat and discussion was had regarding who would be responsible for planning. The Board Development Committee was selected, though work will not begin until after the election is complete. Postponing this retreat until January works better for the consultant and in accommodating maternity leave.</p> <p>D. Go around for comments</p>
6. Meeting Adjourned	At 8:04 pm by Todd Sweet

Actions Items

Item	Person Responsible	Timeframe
Review Election Procedure for 2016	Board Development Committee	By 2016 annual election
2015 Audit Review Decision	Unspecified	October 2015
Adjust Pre-Meeting Food Selection	Eric Benson	August Meeting
Board Retreat Planning	Board Development Committee	After 2015 Election