

Common Ground Food Co-op
 Board Meeting Minutes
 October 18, 2021
 6:15 pm to 8:15 pm
 Google Videoconference

Present: Ben Galewsky, JP Goguen, Ming Kuo, Andrew Muller, Robert Taylor, Calvin Wang, Mel Weinstein

Absent: Taidghin O’Brien

Others Present: Gary Taylor, General Manager
 Todd Wallace, Columinate Co-owner, Consultant, Facilitator
 Jeffrey Chandler, Minute Taker

Proceedings	
Meeting called to order	At 6:18 pm by Robert Taylor
1. Preliminaries	<p>A. Guests/Owners Gary Taylor, General Manager Todd Wallace, Columinate Co-owner, Consultant, Facilitator Jeffrey Chandler, Minute Taker</p> <p>B. Public Comment None.</p> <p>C. Agenda Amendments None.</p>
2. Board Study	<p>A. Columinate Introduction Todd Wallace introduced himself and reviewed his history with Common Ground. He added that he focuses his consultation on governance and leadership, specifically helping board Presidents, GMs, boards, and committees. He has also facilitated the board’s annual board retreat for many years.</p> <p>Columinate is a cooperative of independent consultants who work together with co-ops. The NCG, which is different than Columinate, is a second-tier cooperative of cooperatives for networking, sharing ideas, and providing resources. NCG has a sub co-op called the Development Co-op, who offers help to facilitate expansions or start-ups.</p>

	<p>Columinate also provides online classes and workshops on various co-op related topics, including a fundamentals, a finance series, recruitment, elections, and organization, among others.</p> <p>Ben Galewsky asked if the difficulty the board has experienced with recruitment and retention of board members is isolated or a common trend. Todd noted the issue is common and has been increasingly affected by the pandemic.</p> <p>Robert Taylor asked Todd to speak on holding an executive office. Todd and the board discussed issues in the past including lack of commitment, conflict, and turnover. He added that not everything will be ideal, but the process should be seen as an active learning and orientation process by taking the time to explain processes thoroughly and getting to know each other to build trust and relationships to allow for high-level collaboration.</p> <p>The board discussed upcoming Columinate sessions and workshops.</p> <p>B. Board Retreat Planning The retreat will be held on November 20th. The agenda and location still need to be set. Possible locations were discussed, Ben will follow up. Robert added that Todd will be in the night before, so a dinner on Friday is possible as well. Robert asked for board members to send potential agenda items to him over the next two weeks.</p>
<p>3. Consent Agenda</p>	<p>A. Public/Private Minutes from September Meeting</p> <p>B. Monthly Financials</p> <p>C. GM Operational Update (MORe)</p> <p>Action Taken The board unanimously accepted the consent agenda.</p>

	<p>Robert noted 147 new members is fantastic, with a large portion referred by existing owners. He also offered congratulations to Gary on becoming a mentor for a new GM in Oregon. Mel also noted the increased customer count. Ben asked about the café reporting. Gary noted the café manager is no longer with the company, specifically noting issues with product. Gary noted there are promising leads for new café staff, and Joanne Mierek is filling in during the interim. Gary also noted some possibilities to make the salad bar reopen safely. Gary answered specific questions from board members regarding the reporting numbers and flow. Gary also discussed the impacts of supply chain disruption on sales and consistency.</p>
<p>4. GM Monitoring</p>	<p>None.</p>
<p>5. Board Monitoring</p>	<p>A. Board Policy C1 – Governing Style Discussion regarding inconsistent enforcement of the attendance policy.</p> <p>B. Board Policy C5 – Code of Conduct No issues were noted.</p> <p>C. Conflict of Interest Disclosure A copy of the form is on the shared drive for each board member to fill out and submit.</p> <p>Robert noted he is an executive for a supply chain company that does come into contact with the co-op.</p> <p>Ben noted no conflicts.</p> <p>JP Goguen has done non-board organizing with co-op related groups, works for the University of Illinois, and is friends with staff members.</p> <p>Calvin Wang noted his wife previously worked for Curtis Orchard and Crisis Nursery.</p> <p>Ming Kuo works for the University and has friends among staff and owners.</p>

	<p>Mel Weinstein noted no conflicts.</p> <p>Andrew Muller noted no conflicts.</p> <p>There was additional discussion regarding electronic signing processes and options.</p>
<p>6. Committee Updates</p>	<p>A. Board Development Committee JP reported on the election.</p> <p>B. Owner Outreach Committee Ming noted there is no report, but offered appreciation to everyone who stepped up to complete the committee's tasks in her absence.</p> <p>C. Policy Committee Ben noted no report.</p>
<p>7. Board Admin</p>	<p>A. Treasurer's Report Calvin reviewed recent expenditures for the board. Robert asked if Columinate was renewed with early bird pricing, Calvin advised he has not seen an invoice. Robert to follow up with Todd.</p> <p>Action Taken The board unanimously approved the Treasurer's Report.</p> <p>B. Board Budget Calvin noted he would discuss the budget with the incoming Treasurer which should then be approved in November.</p> <p>C. Election of Officers Reflections of Current Officers There was discussion regarding the workload on the office of the President, notably agenda compilation and newsletter tasks falling to the President as a default. Robert noted that the pandemic has been a challenge with keeping everyone connected, requiring additional facilitation and ad hoc work. Ben added the vice presidency could</p>

	<p>have more specific work to balance the workload. Calvin advised the treasurer role has changed through his term, for instance increasing clarity and direction, though some financial processes and record keeping could still be improved. JP added the backlog of work he was handed as Secretary was a lot of work but is necessary, and there is potential for improvements in a more digital format.</p> <p>Ben provided a document to facilitate brainstorming and a discussion regarding redistribution of duties. The board members will use this document prior to the election to help redistribute and clarify officer duties.</p> <p>Robert proposed that nominations be sent to Todd Wallace by November 1st, wherein he will determine if nominees accept or decline their nomination by November 4th. Candidates could then provide a statement by email before November 6th, and then a special meeting will be held to elect officers on November 8th.</p> <p>Action Taken</p> <p>The board unanimously approved the proposal as stated.</p>
EXECUTIVE SESSION OPENS	
8. Executive Session Topics	
EXECUTIVE SESSION CLOSES	
9. Closing	<ul style="list-style-type: none"> A. Next meeting November 15th, 2021 B. Outreach Calendar Assignments Newsletter: Ming Kuo – Supply Chain Issues C. Other Assignments Board Retreat: November 20th D. Check-out
10. Adjourned	At 8:26 pm by Robert Taylor