

Common Ground Food Co-op
 Board Meeting Minutes
 December 20, 2021
 6:15 pm to 8:15 pm
 Google Videoconference

Present: Ben Galewsky, JP Goguen, Ming Kuo, Andrew Muller, Robert Taylor, Calvin Wang, Madeleine Wolske

Absent: None

Others Present: Joanne Mierek, Interim General Manager/Operations Manager
 Jon Barnes, Staff/Owner
 Jeffrey Chandler, Minute Taker

Proceedings	
Meeting called to order	At 6:20 pm by JP Goguen
1. Preliminaries	<p>A. Guests/Owners Joanne Mierek, Interim General Manager/Operations Manager Jon Barnes, Staff/Owner Jeffrey Chandler, Minute Taker</p> <p>B. Public Comment Jon Barnes introduced himself and expressed his interest in serving on the board as a staff member. JP Goguen noted Jon has submitted an application and met with him to review information regarding joining the board.</p> <p>C. Agenda Amendments A review of the board budget and a discussion regarding moving the meeting back to the second Monday of the month to Board Monitoring.</p>
Executive Session OPENS	
2. Executive Session Topics	<p>A. Appointment of Jon Barnes There was discussion regarding members previous experience with Jon as an employee and in other areas. JP and Robert Taylor noted no issues were raised in their discussions with him</p>
Executive Session CLOSES	

	<p>Action Item</p> <p>Jon Barnes was appointed to the board unanimously.</p>
Executive Session OPENS	
<p>2. Executive Session Topics (continued)</p>	<p>B. Incident</p> <p>A patron slipped and fell in the eating area behind the Co-op and has opened suit against the Co-op. Per Joanne that area is not leased by the Co-op, but when they approached the mall, they directed her to the Co-op. The Co-op has notified legal counsel regarding a review of potential liability. Joanne noted in the initial letter from the patron, she requested her bills to be paid, but no additional damages. Robert questioned if the board would have to approve any settlement if the situation escalated, which will be clarified with legal counsel as well.</p> <p>C. Personal Update</p> <p>JP advised that Gary made him aware his wife is going to be put in hospice care. In Gary's absence Joanne Mierek will fill in for his responsibilities as required in her role as Interim General Manager. Robert offered the board's support to both Gary and Joanne.</p>
Executive Session CLOSES	
<p>3. Board Study</p>	<p>A. GSuite Setup and Communications</p> <p>Ben Galewsky led the board through ways to link their board emails to their Gmail accounts for easier access and to eliminate sending correspondence to both addresses. JP reviewed the revised structure and organization of documents within the GSuite.</p> <p>B. Review from Retreat</p> <p>JP discussed some of the action items from the retreat. He specifically noted that each committee should meet and be prepared to discuss their charter by the next meeting. Ben gave a preview of the standing committees for Jon's consideration. Jon will join the Owner Outreach committee.</p> <p>Committee Membership was clarified as:</p> <p>Board Development Committee</p>

	<p>Ben Galewsky JP Goguen Robert Taylor</p> <p>Owner Outreach Committee Jon Barnes JP Goguen Ming Kuo Madeleine Wolske</p> <p>Policy Committee Ming Kuo Andrew Muller Calvin Wang</p> <p>Store Strategy Committee Ben Galewsky JP Goguen Madeliene Wolske and Gary Taylor</p> <p>JP reviewed additional subjects covered at the retreat including the opportunity to connect with the ownership in lieu of tabling activities. He noted that better communication with the marketing and events staff members would be helpful. Joanne provided some insights into the event planning process and key contacts for the board.</p> <p>C. Board Study Calendar Ben facilitated brainstorming with the board regarding the board study topics for the coming year. Meeting with marketing staff, website presence, and treatment of staff were suggested. Robert advertised a Columinate session at the end of January regarding agenda and calendar making. For January the board hopes to meet with the marketing staff, Ming Kuo volunteered to coordinate.</p>
<p>4. Consent Agenda</p>	<p>A. Public/Private Minutes from November Meeting B. Treasurer's Report</p> <p>Action Taken</p>

	<p>The board unanimously accepted the consent agenda as submitted.</p>
<p>5. Monthly Operations Report and Financials</p>	<p>A. MOR(e) Report Joanne reviewed key points of the report.</p> <p>Specifically, she also mentioned increased employee benefits offered over the past year including that all employees received a raise of \$1/hour, paid time off for part time employees, added paid sick days, a floating holiday, insurance coverages, and an additional guarantee \$1/hour raise coming in January. She also detailed a goal-based incentive to potentially earn an additional \$1/hour by the end of 2022.</p> <p>Joanne answered specific questions regarding department profit margins, staffing, supply chain issues, and meeting customer demand.</p> <p>Ben clarified that per Todd Wallace’s recommendation this report was removed from the Consent Agenda and is received as informational only, rather than an item to be approved.</p>
<p>6. GM Monitoring</p>	<p>None</p>
<p>7. Board Monitoring</p>	<p>A. Board Policy C7 – Committee Principles JP reviewed the policy. Calvin Wang asked if these policies apply to the Store Strategy Committee who is working without a charter. It was clarified that the charter process due next month would help to solidify the due process for the committee.</p> <p>B. Board Meeting Timing Discussion regarding whether the meeting should be the second Monday or third Monday. JP noted new board members were expecting the second Monday, but the meeting was originally moved back to allow operations more time to complete the monthly reporting. The January meeting will remain on the third Monday, where this will be discussed again.</p>

	<p>C. Board Budget Calvin reviewed the Board Budget as presented previously noting key items like the full audit, retreat expenses, Columinate memberships, and board compensation.</p> <p>Action Taken The board unanimously approved the 2020 Board Budget.</p>
<p>8. Closing</p>	<p>A. Next meeting January 17th, 2022 B. Outreach Calendar Assignments January Newsletter: Ben Galewsky – Owner Engagement February Newsletter: Robert Taylor C. Other Assignments Robert noted 3 more Columinate opportunities in the upcoming months, especially useful to new directors. D. Check-out</p>
<p>9. Adjourned</p>	<p>At 8:13 pm by JP Goguen</p>