

Common Ground Food Co-op
 Board Meeting Minutes
 July 11, 2022
 6:15 pm to 8:15 pm
 Google Videoconference

Present: Jon Barnes, Ben Galewsky, Ming Kuo, Andrew Muller, Robert Taylor, Calvin Wang, Madeleine Wolske

Absent: JP Goguen

Others Present: Gary Taylor, General Manager
 Joanne Mierek, Operations Manager
 Jeffrey Chandler, Minute Taker

Proceedings	
Meeting called to order	At 6:15 pm by Ben Galewsky
1. Preliminaries	<p>A. Guests/Owners Gary Taylor, General Manager Joanne Mierek, Operations Manager Jeffrey Chandler, Minute Taker</p> <p>B. Public Comment None.</p> <p>C. Agenda Amendments None.</p>
2. Board Study	<p>A. Conventional Product Mix Gary Taylor advised the board that due to availability and affordability the store may need to investigate carrying more conventional items. He and Joanne Mierek continued to detail some of the supply chain and sourcing issues plaguing the store's ability to keep popular items in stock for customers. They also noted fuel prices and weather issues, like drought, are causing harvest issues with local, regional, and national suppliers. For example, the produce department saw a sizeable loss year-over-year solely attributed to the blueberry shortage. The group discussed how to convey information to customers regarding the conventional items that are integrated. Marketing and communication strategies and considerations were also discussed.</p>

	<p>Ben Galewsky asked if the margins on the conventional products would be comparable. Gary noted the goal would be to maintain margins, but they would also have to make sure they remained competitive with other retailers on the conventional items which can be very difficult. Gary noted his strategy would be to use conventional items only to fill gaps in product availability but to maintain normal merchandise if it is available. There was additional discussion regarding the way in which affordability should be calculated. Average item cost vs. average basket cost and composition were discussed. There was general agreement that more thorough reporting would help to determine whether the product mix remains consistent with the Ends.</p> <p>Gary noted Tony Alongi of NCG offered to come speak to the board regarding inflation, product availability and NCG's role. Gary advised he will invite Tony for the August board meeting (8/15). If confirmed, the board noted it would be good to advertise his presentation to owners as well.</p>
<p>3. Consent Agenda</p>	<p>A. Public/Private Minutes from June Meeting B. Public/Private Minutes from June Meeting C. Treasurer's Report</p> <p>Action Taken The board unanimously accepted the Consent Agenda as a whole.</p>
<p>4. Monthly Operations Report and Financials</p>	<p>A. MOR(e) Report & Financials Joanne reviewed the report noting the areas of non-compliance. She advised staffing and candidate quality has improved. There was some clarification of individual metrics. Joanne provided an update on the café and other major departments.</p>
<p>5. GM Monitoring</p>	<p>A. B4 – Ownership Rights and Responsibilities The board reviewed the report.</p> <p>Action Taken The board unanimously accepted the report as in compliance.</p>

<p>6. Internal Monitoring</p>	<p>A. BMR D1 – Unity of Control</p> <p>B. BMR D2 – Accountability of the GM</p> <p>C. BMR D3 – Delegation to the GM</p> <p>D. BMR D4 – Monitoring GM Performance</p> <p>Members of the board and Gary both noted a mutually beneficial and productive relationship over the past year.</p> <p>E. BP C1 – Governing Style</p> <p>Ming Kuo noted some general issues wherein the governing style limited the board.</p> <p>F. BP C2 – The Boards’ Job</p> <p>G. BP C3 – Agenda Planning</p> <p>There was discussion regarding the need for better multi-year planning, though improvements over the past year were noted.</p> <p>H. BP C4 – Board Meetings</p> <p>I. BP C5 – Directors Code of Conduct</p> <p>J. BP C6 – Officers Roles</p> <p>There was discussion about the division of responsibilities particularly between the office of President and Vice President.</p> <p>K. BP C7 – Board Committee Principles</p> <p>Action Taken</p> <p>The board unanimously found themselves in compliance for Board Monitoring Reports D1, D2, D3, D4, and Board Policies C1, C2, C3, C4, C5, C6, and C7.</p> <p>L. BP C8 – Governance Investment</p> <p>Calvin Wang noted that this policy requires the board to approve their budget by September which has not happened for recent years. He</p>
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	<p>notes non-compliance this year. Calvin advised he plans to compile the upcoming budget in August to be ready for a vote in September to regain compliance.</p> <p>Action Taken The board unanimously found themselves out of compliance on Board Policy C8, specifically C 8.3, with acceptable plans for a return to compliance as noted above.</p>
<p>7. Board Election Planning</p>	<p>Robert Taylor reviewed the board election progress thus far. He noted the first informational session was this evening. Board members were solicited to volunteer to speak with candidates. Robert reviewed the process for current directors with expiring terms who are seeking re-election.</p>
<p>8. Committee Updates</p>	<p>A. Board Development Committee Robert reported he and Ben will sit in on a board meeting of Willy Street this month and will have some of their members attend a common ground board meeting in the future. Robert reviewed upcoming Coluninate courses.</p> <p>B. Policy Committee Calvin noted the committee has no update.</p> <p>C. Owner Engagement Committee Ming noted she is still looking for feedback on the new owner communication, she advised she would redistribute with a final deadline for feedback.</p> <p>D. Ad-hoc Ends Revision Committee Ming reviewed the board’s previous feedback which identified issues and ideas they would like to discuss regarding the Ends. Ming provided a link for additional feedback.</p>
<p>9. Closing</p>	<p>A. Next meeting August 15th, 2022</p> <p>B. Outreach Calendar Assignments August Newsletter: Robert to write about Tony Alongi, or Ming to interview Robert.</p> <p>C. Other Assignments</p> <p>D. Check-out</p>

	Board Bits: Note the upcoming election
Adjourned	At 8:11pm by Ben Galewsky