
MINUTES
Common Ground Food Co-op
Board of Directors Meeting
5:30 – 7:30 pm Central Time
January 26, 2025

Roll Call

Call to Order

Wang called the meeting to order at 5:35 pm.

Wang, Cronin, Hari, Muller, Andresen, Etienne, and Parson were the voting members in attendance. Taylor was in attendance as an ex officio guest of the Board.

Coleman was not in attendance.

Liz Sands, the notetaker, and Laura Stengrim were also in attendance.

Public Comment

There were none.

Agenda Amendments

Andresen noted a correction, that she will be presenting the December Treasurer's Report rather than November as stated on the agenda.

New Board Member Appointment

The Board welcomes its newest director, Laura Stengrim.

Motion. Cronin moved and Andresen seconded the motion to appoint Laura Stengrim as a Board member through September of this year. Motion passed unanimously.

Approve Consent Agenda

December Meeting Minutes

No discussion.

December Treasurer's Report

Andresen noted there was an expense from the auditing company.

Motion. Cronin moved and Hari seconded the motion to approve the consent agenda.
Motion passed unanimously.

Executive Session Motions

Ratify Motions from Executive Session

Wang noted Executive Session was held at 5:30 pm on Thursday, January 22nd. There is a list of motions moved in Executive Session numbered 1-4.

Motion. Parson moved and Cronin seconded a motion to ratify motions 1-4 from Executive Session. Motion passed unanimously.

Internal Monitoring and Board Admin

Board Stipends

Wang noted the Board's discussion in Executive Session to move the director stipends to a post-paid system so they get paid at the beginning of the month for the previous months service, citing recent difficulties navigating stipends for resigned directors. Taylor agrees this will work well.

Action. Wang to send specific stipend instructions to Taylor and Mierek.

Motion. Andresen moved and Parson seconded a motion to move the stipend system to a post-paid system as described above. Motion passed unanimously.

Internal Monitoring, Attendance Procedure

The Board discussed implementing usage of the attendance monitoring sheet and confirmed the current policy indicated by the Bylaws that directors are automatically considered to be resigned if they miss three meetings in one year, noting that the Board can vote to excuse absences.

Action. Wang to share attendance monitoring sheet with Cronin.

Motion. Parson moved and Cronin seconded the motion to excuse Coleman's absence today for good cause and for him to continue his service on the Board. Motion passed unanimously.

Monthly Operations Report and Financials

Overview

Parson asked Taylor to provide an overview of what the MORE report is for the newest director Stengrim. Taylor explained this report is a general overview provided to the Board of what is happening at the store, including Ownership information, administrative updates, store operations, departments, and general scheduling.

GM Monitoring Previous Reports

Financial Conditions and Activities, EL B1

Taylor requested to combine discussions of EL B1 and EL B2 as they are tightly combined this month. Board members had multiple questions about discrepancies and particular numbers that Taylor either clarified or will report back on.

Action. Taylor to investigate these questions and present a new version of the EL B1 and EL B2 reports to the Board by the end of next week. The Board will attempt to approve electronically if everything that changes is as expected. The Board requested that Taylor inform them if he finds anything that will affect the reports in a big way.

Budget, EL B2

Discussed in conjunction with EL B1.

GM Monitoring January Reports

Asset Protection, EL B3

Taylor discussed actions the store is taking to decrease liability. He also noted the store is looking into applying for cyber insurance and requested insights from Parson in the future.

Motion. Cronin moved and Etienne seconded a motion to accept EL B3 as in compliance. Motion passed unanimously.

GM Monitoring Follow-up

GM Monitoring Report Tracking

Wang informed Board and Taylor that Columinate consultant provided him with a template to keep track of GM reports monitoring and Board actions around this.

Audit Company, 2024 Audit, Previous EL B1 Reports

Wang noted the audit was submitted to the Board.

Action. All Board directors to look over the report before the February Board meeting.

Action. Taylor to follow up with current financial firm regarding data for the 2025 El B1s to report back in February.

Wang requested that Taylor contact the current auditing company and request an actual contract for the review process containing:

1. A timeline for when to expect their review process to submit final deliverable.
2. A timeline for when they can ask the store (GM and Bonnie Taylor in Finance) for documentation, so they cannot ask for items at the last minute and then blame the store.
3. Contingency for the Co-op as far as payment goes if they do not agree or adhere to #1 and #2.

Action. Taylor to reach out to the current auditing company and request this information within the next month, expecting that it could take 2.

Wang noted if they do not deliver a contract or exhibit pushback, the Board is prepared to go without a review this year and begin the process to find a new company for next year and ask them to do 2 years of review. This instigated a discussion of how the audit review is linked to our annual tax filing. Taylor to confirm this and request updated contract.

Committees and Task Force Updates

Engagement Committee

Muller noted they had a good meeting and discussed plans for book club. The 2026 list will be shared out to the store to be added to the calendar. They are also looking at starting a documentary/short film presentation under a similar platform to the book Club. Muller also noted he still has pins to distribute to the Board.

Board Development Committee

Andresen requested help with brainstorming during Coleman's absence. She also indicated she is working on a document for new Board members to understand how stipends work and will modify with the new information voted on today.

Policy Committee

Cronin informed the Board that the updates to C6 that were voted on last month have been made. The Committee will begin work on the stipends payout policy. Stengrim agreed to join the Policy Committee.

Ends Task Force

Cronin informed the Board that she met with Taylor and the Marketing department about items they could move forward on without using too much of the Marketing Budget. She also expressed interest in hosting an Ends visioning meeting for owners as an owner outreach and ends development activity. It was also discussed that as the new end is centered around emergency preparedness, the store will not be penalized for a crisis not occurring when evaluating the compliance of the end.

GM Task Force and Lawyer Search Task Force

Wang noted the contents of these task force meetings are discussed in Executive Session.

Closing

Additional Discussion

There was none.

Newsletter Assignment

Muller will send the new Board member introduction questions to Stengrim.

Review of Action Items from This Meeting

Cronin identified the following action items from this meeting:

1. Gary to talk to audit company to clarify our current contract and will give them 1 month to produce a contract with the understanding it may take 2.
2. Calvin will share Board attendance document with Cronin.
3. Cronin to send list of ELB1 and ELB2 corrections. Taylor to follow up on those corrections and submit electronically for next month by the end of next week.
4. Board to review the audit report submitted by the next meeting.
5. Taylor will work to get 2024 EL B1 reports for the March meeting and look into 2025 data from the current financial firm.

Board Bits and Owner Updates

Cronin noted the major Board Bits are to welcome Laura onto the Board and to continue looking at the budget.

Wang noted that Owner #3878, Andrea, emailed the Board citing multiple concerns. Wang indicated these are mostly operational and have been addressed by Marketing Manager Sarah Buckman, but that the Owner requested this was noted in the meeting minutes.

Scheduling February Meeting

Due to multiple Board members being unavailable, the meeting will move to Monday, February 23rd, 2026 with the Executive Session moving to Thursday, February 19th, 2026.

Adjourn

Motion. Parson moved and Muller seconded to adjourn the Board Meeting. Motion passed unanimously. Wang adjourned the meeting at 7:25 pm.