

Common Ground Food Co-op
 Board Meeting Minutes
 January 13, 2020
 6:15 pm to 8:15 pm
 Common Ground Food Co-op Classroom

Present: Karen Carney, Magdalena Casper-Shipp, Rey Dalitto, Colin Dodson, Michael Feltes, JP Goguen, Evelyne Tardy, Robert Taylor

Absent: none

Others Present: Gary Taylor, GM
 Ben Galewsky, Former Board President/Owner
 Jeffrey Chandler, Minute Taker

Proceedings	
Meeting called to order	At 6:16 pm by Karen Carney
1. Preliminaries	<p>A. Guests/Owners Gary Taylor, GM Ben Galewsky, Former Board President/Owner Jeffrey Chandler, Minute Taker</p> <p>B. Public Comment The board members introduced themselves to Ben Galewsky.</p> <p>C. Agenda Amendments</p>
2. Board Study	<p>A. Visioning Work Karen Carney noted the purpose of this month's board study was to bring everyone up to date regarding the visioning project, and to discuss how to move forward. Karen passed a document around, which is also been available on basecamp, that reviews the ideas that have been gathered from owners, staff, and board members during discussion sessions in 2019. In Fall 2019, the working group proposed focusing on one focus area of "Local" as the new initiative, which posed the question of how to enrich local support and engagement. Robert Taylor asked those present to break into two</p>

	<p>teams to do an ideation session. One team asked questions on how to achieve a short-term goal, and the other team posed questions regarding a long-term or even “audacious” goals. Then the papers were passed and answers were given to each other’s questions, in the 3rd round the responses were from a devil’s advocates perspective, and in rounds 4 and 5 the response were ideas to circumvent or address the devil’s advocate perspective. The groups then switched short-term and long-term ideas and provided further positive and critical responses. Robert collected the responses to put them together to be sent back out to the board to then determine if ideas should be short-term or long-term. Board members offered positive feedback on the exercise.</p>
<p>3. Consent Agenda</p>	<p>A. Public Minutes from December Meeting B. Private Minutes from December Meeting C. GM Operational Update (MORE) D. Monthly Financials</p> <p>Action Taken The board unanimously approved the consent agenda as a whole.</p>
<p>4. GM Monitoring</p>	<p>No GM monitoring this month.</p>
<p>5. Board Monitoring</p>	<p>A. Board Process C2 – Board Job Description Robert asked if there was any specification about acting within the law, Magdalena Casper-Shipp advised the process states to follow the by-laws in which abiding by the law is noted. However, others also agreed that stating it explicitly in this policy would not hurt. Magdalena noted the Policy Committee has only reviewed the Executive Limitations at this point, but a review of these processes could also be performed to evaluate compliance and relevance. Michael Feltes added he does not feel like he has the experience on the board to judge if the board was compliant over the past year. There was further discussion regarding how</p>

	<p>the board measures the compliance of this and similar reports. The board discussed tabling the vote on the compliance of this report after a basecamp discussion. Conversation continued regarding the board's compliance of this policy, the process of reviewing policy compliance, and the policies coming up that will require more conversation.</p> <p>Action Taken The board voted to find themselves in compliance, Colin Dodson and Robert Taylor abstained.</p>
<p>Committee Updates</p>	<p>A. Board Development Committee Magdalena reported the study calendar has been updated. She also solicited ideas for future board study topics from the board. JP Goguen asked what changes had been made already and why, to which Magdalena responded.</p> <p>Action Taken The board unanimously approved the study session calendar.</p> <p>B. Owner Outreach Committee The committee is meeting on Feb 1.</p> <p>C. Policy Committee Magdalena submitted a document prior to the meeting in regards to the disciplinary procedure, conflict of interest, and attendance procedures and the potential to consolidate them or not. There was discussion in favor of consolidating the procedures and creating a decision tree to support the process. Magdalena also posed the question if the committee should develop a board monitoring process. There was general consensus that the committee should pursue this.</p> <p>D. Visioning Working Group The group met earlier this month to develop the board study tonight, and general directives and opportunities. The committee</p>

	would like to meet with Gary to verify operational alignment.
6. Board Admin	<p>A. Staff Input Karen advised the board received inquiry about gathering staff input specifically regarding the GM and how to respond. There was discussion about the process of employees filing grievances and how, when, or if that should come to the board for discussion. Further discussion occurred during executive session.</p> <p>B. Meeting Location There was discussion about using the store classroom for further meetings. Gary Taylor noted the space would be available. There was general consensus from the board that the space would work.</p> <p>Action Taken The board unanimously approved the classroom as the location for the next few meetings.</p>
<i>Executive Session OPENS</i>	
Board Admin (continued)	<i>Executive Session</i>
<i>Executive Session CLOSES</i>	
7. Closing	<p>A. Next meeting February 10, 2020</p> <p>B. Outreach calendar assignments Newsletter: Colin Tabling: Robert & Evelyne</p> <p>C. Other assignments February Study Session: Policy Committee— Competing in the Grocery Industry</p> <p>D. Go Around for Comments</p>
Meeting Adjourned	At 8:25 pm by Karen Carney