

Common Ground Food Co-op  
 Board Meeting Minutes  
 June 12, 2017  
 6:15 pm to 8:15 pm  
 Urbana Civic Center, Urbana Illinois

Present: Magdalena Casper-Shipp, Tom Howley, Margaret Johnstone, Marissa Stewart,  
 Ted Veselsky, Kristin Walters, Julie Zilles

Absent: Charles Delman

Others Present: Satina Braswell, General Manager  
 Jodi Anderson, Owner 3264  
 Anna Barnes, Owner 702  
 Kristin Davis, Owner 9961  
 Ming Kim, Owner 3574  
 Stuart Levy, Owner 1659  
 Karen Medina, Owner 2885  
 Keith McKenney, Owner 6486  
 Z Snyder, Owner 12740  
 Ellen Willcox, Owner 3580  
 Jeffrey Chandler, Minute Taker

<b>Proceedings</b>	
<b>Meeting called to order</b>	At 6:16 pm by Julie Zilles
<b>1. Preliminaries</b>	<p><b>A. Guests/Owners</b></p> <p>Satina Braswell, General Manager          Jodi Anderson, Owner 3264          Anna Barnes, Owner 702          Kristin Davis, Owner 9961          Ming Kim, Owner 3574          Stuart Levy, Owner 1659          Karen Medina, Owner 2885          Keith McKenney, Owner 6486          Z Snyder, Owner 12740          Ellen Willcox, Owner 3580          Jeffrey Chandler, Minute Taker</p> <p><b>B. Public Comment</b></p> <ul style="list-style-type: none"> <li>● Ellen Willcox commented that she would like to see the next hiring search include more external candidates.</li> </ul>

	<ul style="list-style-type: none"> <li>● Keith McKenney commented during the last GM search staff input was requested, and the staff responded to continue to search for external candidates, and he feels their input was ignored. He would like staff input to be taken and used in the next hiring process.</li> <li>● Ming Kim shared her struggle with justifying paying higher prices to participate in the ends of the co-op, when the co-op is now offering lower quality products which do not meet all of the ends. She also does not feel the same enthusiasm and community atmosphere from the staff and owners that she used to experience.</li> <li>● Anna Barnes commented the incoming new leadership should focus on the employee manual, to ensure accountability was shared equally by the floor staff and administration.</li> </ul> <p><b>C. Agenda Amendments</b> Item 3E was removed, as the report was not received.</p>
<p><b>2. Board Study</b></p>	<p><b>A. Ends Report</b> Julie Zilles noted this time was to discuss the Ends report and Ends in general with no specific agenda, voting will be held later in the regular business of the meeting. Magdalena Casper-Shipp commented that she like the information regarding classes scheduled versus taken. Ted Veselsky questioned the declining number of classes offered. Satina Braswell reported classes often get cancelled because enrollment is spread over too many offerings, reduce offerings will hopefully concentrate enrollment. There was also discussion regarding insurance limitations on classes where participants would use knives, Satina noted she is researching other local</p>

organizations that offer similar classes to see how they appease insurance providers, as well as other insurance providers. Satina also reported they are looking into offering 15 minute workshops throughout a day to attract customers who do not have time to commit to a whole class.

Julie, just returning from CCMA, noted deeper attention could be paid to inclusivity and diversity, and community representation in owners, staff, administration and board members. Marissa Stewart added the reporting on number of employees is not very helpful, but more information regarding quality of employment and diversity would be more impactful information. Satina reported the staff reporting is spread across all the ends as opposed to a specific staff section.

**B. Owner Loan Deferrals**

Information was presented prior to the meeting, Julie noted this measure was proactive and not required by Shared Capital. As competition increases in town, this is an effort to create a cushion of cash available to fund competitive needs like advertising for example. This would essentially delay repayment of expansion loans by one year. The board reviewed the information presented prior to the meetings, specifically noting the EL B1 report showing different scenarios. It was noted both Satina and Phyllis, and the Financial Working Group agree on this proactive measure. Kristin Walters commented she is not uncomfortable with the facts, but more the public perception of delaying repayment. Julie reported options as presented by legal counsel, noting offering loan repayment would be requested, or loan repayment could be delayed unless the donor

	<p>opted out and requested repayments, both ultimately voluntary in nature. This requires voluntary participation to be explained to the donors as beneficial to the co-op. It was noted this would allow the Interim GM and incoming new GM a better starting point. At request, Satina advised Aldi's is building a new location in Savoy and Fresh Thyme, owned by Meijer, has purchased property in the area. She also notes Hy-Vee is still a potential competitor. Julie surveys the room about readiness to vote this evening. Karen Medina asked how long it would take to recover and begin to repay loans, noting she believes it will be more than a year, which should be considered. Satina advised cash flow is also important. Survey of readiness to vote generally finds a need for more time before voting. The vote must occur before July when repayments are set to begin so the board will vote electronically outside of the regular meeting.</p>
<p><b>3. Consent Agenda</b></p>	<p>Some items were removed for correction</p> <ul style="list-style-type: none"> <li><b>A. Public Minutes from May Meeting</b> Julie noted in section 2B, the repayments are up to date, but Shared Capital has not given permission for the rest of the year. Section E should indicate loans not donations.</li> <li><b>B. Minutes from Special Meeting (Public)</b> Semantics revisions</li> <li><b>C. Minutes from Special Meeting (Private)</b> Spelling revisions</li> <li><b>D. Documentation of Decision</b> Decision of Special Meeting signed by participants as required.</li> </ul> <p><b>Action Taken</b></p>

	<p>The board unanimously approved the consent agenda as amended</p>
<p><b>4. GM Monitoring</b></p>	<p><b>A. Ends Report</b></p> <p><b>Action Taken</b>  The board approved moving the Ends Report to July for 2017 only. Magdalena Casper-Shipp abstained.</p> <p><b>B. Review of Ends</b>  Discussion regarding whether or not to review Ends this year. Julie notes focus should be on Financials and new GM Search this year, and this review should include the new GM. Kristin notes focus should still be paid to serving the current Ends, but not reviewing the Ends themselves.</p> <p><b>Action Taken</b>  The board approved leaving the Ends as they stand until 2018. Kristin Walters abstained.</p>
<p><b>5. Board Monitoring</b></p>	<p><b>A. BMR D4 Monitoring GM Performance</b>  Marissa commented the interpretations are reasonable, but the questions are not asking for the correct information, and they may need revision. Julie commented the information is improved and clearer than previous reports.</p> <p><b>Action Taken</b>  The board unanimously found themselves in compliance.</p>
<p><b>6. Committee Updates</b></p>	<p><b>A. Board Development Committee</b>  Margaret Johnstone reported the committee met to discuss the need for information</p>

	<p>interviews as used last year. It was decided they are still relevant and completing them is in compliance with the Election Packet that is already approved.</p> <p><b>B. Owner Outreach Committee</b> Tom Howley advised the MOO is set for September 21 at the Civic Center, noting this is a Thursday evening to incorporate feedback that a weeknight may be better. There was discussion regarding agenda and activities, specifically about candidate speeches, which per the Election Packet were not required so cannot be expected this year.</p> <p><b>C. Policy Committee</b> Ted reported the committee is still reviewing the staff treatment policy and looking into policies and procedures for online access to board documents. They also noted they have information to present on the Election Report Update whenever the agenda allows.</p> <p><b>D. Democracy Project Working Group</b> No report.</p> <p><b>E. Staff Survey</b> Julie advised the GM turnover will make this survey less useful and budget should be reallocated to GM Search.</p> <p><b>Action Taken</b> The board unanimously voted to cancel the staff survey and disband the working group.</p>
<p><b>7. Financial Monitoring</b></p>	<p><b>A. Owner Loan Deferrals</b> No vote tonight, special electronic voting will occur this weekend with 48 hours to vote Saturday and Sunday.</p>

	<p><b>B. Review of Audit of 2017</b></p> <p>It is noted the 2015 Audit and 2016 Review both came back with positive reviews. Both Magdalena and Phyllis recommend only a review.</p> <p><b>Action Taken</b></p> <p>The board unanimously approved a review for 2017.</p>
<p><b>8. GM Transition</b></p>	<p>Information was presented prior to the meeting regarding the charter, budget, timeline, and job description for the GM Search. It was noted a staff liaison position was added to serve as consistent line of communication with staff through Interim GM, GM Search and new GM transition.</p> <p><b>Action Taken</b></p> <p>The board unanimously approved all items as presented.</p>
<p><b>9. Closing</b></p>	<p><b>A. Next meeting July 10, 2017</b> Urbana Civic Center</p> <p><b>B. Outreach calendar assignments</b> Assignments reviewed.</p> <p><b>C. Other tasks and assignments</b> Ice Cream Social June 25th</p> <p><b>D. Go around for comments</b> None</p>
<p><b>Meeting Adjourned</b></p>	<p>At 8:07 pm by Julie Zilles</p>