

Common Ground Food Co-op
 Board Meeting Minutes
 October 10, 2016
 6:15 pm to 8:15 pm
 Unitarian Universalist Church of Urbana-Champaign
 309 W Green St, Urbana, IL

Present: Charles Delman, Tom Howley, Margaret Johnstone, Marissa Stewart, Ted Veselsky, Kristin Walters, Julie Zilles

Absent: Magdalena Casper-Shipp, Colleen Wagner

Others Present: Satina Braswell, General Manager
 Jeffrey Chandler, Minute Taker

Proceedings	
Meeting called to order	At 6:16 pm by Julie Zilles
1. Preliminaries	<p>A. Guests/Owners Satina Braswell, General Manager Jeffrey Chandler, Minute Taker</p> <p>B. Public Comment None</p> <p>C. Welcome New Board Members Julie Zilles welcomes new board members recently elected and had each board member share what first brought them to the co-op.</p> <p>D. Agenda Amendments None</p>
2. Board Study	<p>Board Retreat Julie noted the proposed agenda for the upcoming retreat prepared by herself, Magdalena Casper-Shipp and Todd Wallace was provided prior to the meeting, but any suggestions are welcome. She detailed the focus points of the agenda are team building, the democracy project, the new board culture and the new vision for the co-op. Kristin Walters added reflection and brainstorming prior to the meeting regarding the former second store project and new vision would be helpful for that discussion, focusing on what excited owners about the former project and what projects might engage them going forward. Charles Delman also suggested brainstorming about ways the co-op can continue to serve the community. Charles</p>

	<p>also added a need to discuss communication with owners, others present emphasized defining the line between confidential information and keeping owners informed and engaged. There was general discussion regarding struggles in outreach. Improving communication between staff and the board is also suggested. The retreat will be November 5th.</p>
<p>3. Consent Agenda</p>	<p>A. Public Minutes from September Meeting B. Private Minutes from September Meeting C. GM Operational Update (MORe) D. Monthly Financial Updates</p> <p>Action Taken The board unanimously approved all items on the Consent Agenda.</p>
<p>4. GM Monitoring</p>	<p>A. EL B7 Communication Julie mentioned plans to regain compliance should include a timeline per the monitoring tree. Satina Braswell said she will be more diligent about including a timeline going forward.</p> <p>Action Taken The board unanimously accepted the report with acknowledgement of non-compliance.</p> <p>B. EL B8 Support of Board</p> <p>Action Taken The board unanimously accepted the report as in compliance.</p> <p>Julie asked if the policies reviewed are monitoring what they should, there was a general consensus that they are appropriate. Julie noted Magdalena submitted feedback that the policy does not address staff support of the treasurer, noting it has been an issue recently. The policy was sent to the Policy Committee for review.</p>

<p>5. Board Monitoring</p>	<p>A. BP C5 Code of Conduct Julie read the policy aloud as it is a good reference for all board members starting new terms. Marissa Stewart noted the policy does not require that the roles of the board and GM be communicated to the owners and that could positively impact the need for better communication with owners and staff. The Policy Committee will review.</p> <p>Action Taken The board unanimously found themselves in compliance.</p> <p>B. BP C1 Governing Style Julie noted the board complied with policy in regards to attendance more strictly this past year than in recent history.</p> <p>Action Taken The board unanimously found themselves in compliance.</p> <p>C. Conflicts of Interest Julie asked all board members to turn in conflicts of interest forms, and also asked all board to publically disclose any conflicts of interest.</p>
<p>6. Board Admin</p>	<p>A. CBLD contract for 2017 Julie advised this is the Cooperative Board Leadership Development which is a division of CDS. The contract allows for consultation with a national representative, and she detailed her experience with the consultation and added it is a valuable resource. Other board members concurred</p> <p>Action Taken The board unanimously authorized the President to sign the CBLD contract for 2017.</p> <p>B. Board Officer Elections Julie noted the nominations received by Todd Wallace, and asks for nominations from the floor. With no nominations from the floor the full slate stood as follows:</p>

	<p>PRESIDENT – Julie Zilles VICE PRESIDENT – Charles Delman SECRETARY – Margaret Johnstone TREASURER – Magdalena Casper-Shipp</p> <p>The candidates were allowed to give a brief statement. The vote was taken by secret ballot with options to vote or abstain for the full slate or individual officers. The vote is calculated by the minute taker.</p> <p>Action Taken</p> <p>Six votes for the full slate and one full abstention, the full slate of officers is elected.</p> <p>Satina requested that the agenda be amended to reflect a short staff update during executive session.</p> <p>Action Taken</p> <p>The board unanimously accepted the proposed amendment to the agenda.</p>
<p>7. Committee Updates</p>	<p>A. Board Development Committee Julie again noted the retreat is all day November 5th. She also invited all the board members and their families to a potluck the night before at her house with Todd Wallace.</p> <p>B. Owner Outreach Committee The board signed up for coffee with a board member and newsletter assignments for the coming year.</p> <p>C. Policy Committee Charles Delman noted his list of policies to review is growing. Including a review of the GM evaluation after the process ends this evening. Julie offered printed copies of the board bylaws and policies for any interested new board members but also noted they are available on base camp.</p>

EXECUTIVE SESSION OPENS EXECUTIVE SESSION CLOSSES	
<p>GM Compensation & Evaluation continued...</p>	<p>Action Taken</p> <p>The board unanimously approves the statement of feedback to give with the GM evaluation with minor edits.</p> <p>Action Taken</p> <p>The board unanimously approves the GM tiered Compensation proposal as amended to include contingency statement.</p>
<p>A. Closing</p>	<p>A. Next meeting November 14, 2016</p> <p>B. Outreach calendar assignments Kristin Walters volunteers for the newsletter for October which is needed as soon as possible. There is general discussion regarding expectations for newsletter content for all new board members.</p> <p>C. Other tasks and assignments</p> <p>D. Go around for comments</p>
<p>Meeting Adjourned</p>	<p>At 8:26 pm by Julie Zilles</p>