

Common Ground Food Co-op  
 Board Meeting Minutes  
 January 11, 2016  
 6:15 pm to 8:15 pm  
 Lincoln Square Conference Center, Room 154D

Present: Magdalena Casper-Shipp, Charles Delman, Megan Gillette, Martha Mills, Todd Sweet, Colleen Wagner, Julie Zilles

Absent: Halie Kastl

Others Present: Satina Braswell, General Manager; Phyllis Bruno, Finance Manager; Michael Pennington, IT Manager; Jeffrey Chandler, Minute Taker

Proceedings	
<b>Meeting called to order</b>	At 6:23 pm by Julie Zilles
<b>1. Preliminaries</b>	<ul style="list-style-type: none"> <li>• <b>Guests/Owners</b>            Satina Braswell (General Manager)            Phyllis Bruno (Finance Manager)            Michael Pennington (IT Manager)</li> <li>• <b>Public Comment</b>            None</li> <li>• <b>Agenda Amendments</b>            None</li> </ul>
<b>2. Board Study</b>	<p><b>A. Board Study</b></p> <p><b>Democracy Project</b>            Julie reviewed the information gathered from the last board study regarding the democracy project. All information is available to the board on basecamp as well. She presented that the main themes from that discussion regarding the definition and impact of democracy were to create awareness of the democratic process, create and publicize ways for owners to become involved, and to increase engagement. By the end of the upcoming retreat Julie would like the board to select three specific goals to pursue in 2016.</p> <p>Those in attendance participated in a brainstorming and sharing activity to discuss what the focus should be in order to facilitate selecting goals at the retreat. Julie took detailed notes to use at the retreat and future study sessions. Some general ideas</p>

	<p>shared were to identify appropriate event sizes and attendance for maximum impact, development of democracy assessment to gauge the success of this project, and determining how the project can positively impact the second store, amongst many others.</p>
<b>3. Consent Agenda</b>	<p><b>A. Minutes from December Meeting</b>  <b>B. GM Operational Update (MORe)</b>          Todd sweet asked for clarification regarding open staff positions, which Satina Braswell provided.  <b>C. Audit Engagement Letter</b></p> <p><b>Action Taken</b>          The board unanimously approved the Consent Agenda.</p>
<b>4. GM Monitoring</b>	<p><b>A. EL B5 Treatment of Customers</b>          The board discussed the report.</p> <p><b>Action Taken</b>          The board accepted the report as in compliance.</p> <p><b>B. EL B9 Emergency GM Succession</b>          The board discussed the report.</p> <p><b>Action Taken</b>          The board accepted the report as in compliance.</p>
<b>5. Public Expansion Update</b>	<p>Satina reported that the architect is working on floor plans and the construction schedule. She notes that Dave Jones will be officially getting involved soon. Lease amendments are still being made but should be ready for approval at the February meeting. She is receiving reports from store departments regarding organizational readiness.</p>
<b>6. Board Monitoring</b>	<p><b>A. BP C2 Board Job Description</b>          Todd Sweet noted this policy has really been tested this year with the new GM search. Julie also noted that the current democracy project is addressing the relations with owners.</p> <p><b>Action Taken</b>          The board accepted the report as in compliance.</p>
<b>7. Committee Reports</b>	<p><b>B. Board Development Committee</b>          Magdalena Casper-Shipp reported that the Board Retreat will be January 30, 2015</p>

in the back room of Pizza M in downtown Urbana beginning at 9am. She reviewed the agenda items planned. She also noted the CCMA conference this year will be in June in western Massachusetts for any interested board members. Julie noted she will be hosting a potluck on the evening of January 29<sup>th</sup>.

**C. Outreach Committee**

Colleen Wagner reported they are trying to set a date for the FinMOO, with an ideal date of April 23<sup>rd</sup> to avoid the marathon and Ebertfest. She also has a meeting with Maria Ludeke this week. Once the date is set for the FinMOO, work will also begin on the MOO, which will include a discussion with Maria regarding staff involvement and division of labor. She is also looking in to alternatives for tabling, such as coffee with a board member.

**D. Policy Committee**

Charles Delman presented on behalf of Halie Kastl. A document regarding the procedure to fill a board vacancy was submitted prior to the meeting. There was discussion regarding the procedure laid out and wanting to incorporate more board discretion in the procedure to make sure new board members would be qualified replacement candidates. Todd Sweet also noted the procedures presented are in opposition of the by-laws, allowing for board discretion. Julie requested the committee take the feedback given and resubmit for approval.

There was brief discussion regarding which officers handle absence policy issues, and it was determined this is a work in progress. Julie noted if there is additional time at the end of the meeting a discussion of the casual employee serving as a board member issue would be brought up, however there was no time remaining.

<b>EXECUTIVE SESSION OPENS</b>	
<b>8. Executive Session</b>	<b>A. Private Expansion Update</b>
<b>EXECUTIVE SESSION CLOSES</b>	
<b>9. Board Vacancy</b>	<p><b>A. Resignation</b> Eric Benson resigned from the board on January 2, 2016. The board discussed options for a replacement. Jodi Anderson had the next highest votes from the election, and has been attempting to join the board for a few terms.</p> <p><b>Action Taken</b> The board unanimously decided to offer the board vacancy to Jodi Anderson.</p> <p><b>B. Secretary Election</b> Nominations were opened to all board members not currently filling an office. Colleen Wagner and Charles Delman both declined due to current committee obligations. Todd Sweet volunteered to serve as Secretary for the remainder of the term.</p> <p><b>Action Taken</b> Todd Sweet was unanimously elected to the office of Secretary.</p> <p><b>C. Newsletter</b> Martha Mills volunteered to complete the newsletter for February in lieu of Eric Benson.</p> <p>An additional comment was made regarding Halie's absence this evening, again resulting in 3 unexcused absences. Julie noted the procedure to determine her resignation/excuse would be discussed in February.</p>
<b>Closing</b>	<p><b>A. Next meeting, February 8, 2016</b></p> <p><b>B. Outreach calendar assignments</b></p> <p><b>C. Other tasks and assignments</b></p> <p><b>D. Go around for comments</b></p>
<b>Meeting Adjourned</b>	At 8:27 pm by Julie Zilles

**TASKS TO BE COMPLETED**

<b>Who</b>	<b>Task</b>	<b>Due</b>
<b>Policy Committee</b>	Discuss and make recommendation to the board regarding casual employees serving on the board.	<b>February as time did not allow for discussion in January</b>
	Rewrite procedural recommendation for filling board vacancy.	<b>February Board Meeting</b>