

Common Ground Food Co-op
 Board Meeting Minutes
 May 11, 2020
 6:15 pm to 8:15 pm
 Zoom Videoconference

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

Absent: None

Others Present: Gary Taylor, GM
 Joan Jach, local producer (Old Town Flowers) and owner
 Jeffrey Chandler, Minute Taker

Proceedings	
Meeting called to order	At 6:15 pm by Evelyne Tardy
1. Preliminaries	<p>A. Guests/Owners</p> <p>Gary Taylor, GM Joan Jach, owner and local producer Jeffrey Chandler, Minute Taker</p> <p>B. Public Comment</p> <p>Joan Jach introduced herself, noting she is from Old Town Flowers and is considering running for the board in the future.</p> <p>C. Agenda Amendments</p> <p>None</p>
2. Board Study	<p>A. FinMOO Feedback</p> <p>Magdalena Casper-Shipp noted she did not get any direct feedback, but noted it was good to see former board members. She noted she was glad owners focused on the review of 2019 as opposed to present conditions, adding Gary talking about the current situation first probably addressed those question up front. Karen Carney advised that Todd Wallace was pleasantly surprised that we went ahead and held the</p>

	<p>FinMOO. Gary Taylor also shared that he had a positive experience.</p> <p>B. How does the co-op fit into our economic structure?</p> <p>Michael Feltes presented regarding the history of co-ops from the perspective of its development within the capitalist economy. There was additional discussion. Karen noted another Columinate webinar is upcoming that she will provide to the group.</p>
<p>3. Consent Agenda</p>	<p>A. Public Minutes from April Meeting</p> <p>B. GM Operational Update (MORE)</p> <p>C. NCG member agreement</p> <p>JP Goguen questioned the drop in new owners, to which Gary noted foot traffic is down, so there is less opportunity to get new owners. The farmer’s market attendance was discussed.</p> <p>It was noted there were no substantial changes to the NCG agreement.</p> <p>Action Taken</p> <p>The board unanimously approved the consent agenda as a whole.</p>
<p>4. GM Monitoring</p>	<p>A. Executive Limitation B1 – Financial Conditions</p> <p>Michael asked about the Wegner’s inaccurate payment issue, Gary noted he has not heard any updates. Colin Dodson noted some inconsistencies, or items left from a previous report, Gary noted this has been updated. Ben asked about the PPP loan and whether it should be treated as debt, Gary advised it would not affect until Q2, and should hopefully be forgiven in the future. Magdalena and Gary also advised that this</p>

	<p>should not push the debt-to-equity ratio out of compliance.</p> <p>Action Taken The board unanimously voted to accept the report as in compliance.</p>
<p>5. Operational Updates</p>	<p>Gary reviewed sales projection scenarios he prepared and the implications for the co-op. He also discussed the government PPP loan availability, potential for repayment requirements, and how that impacts the budget and projections. Gary also fielded questions from the board regarding PPP regulations and strategy. The board would like additional monitoring monthly while the business projections are uncertain.</p> <p>A. Online Ordering Gary noted there are unanswered questions and set up choices to be made to get online ordering running. Operations is working on sequencing for online orders to make picking orders more efficient. Gary advised they are seeing 45-60 orders each order day. There is discussion about opening up delivery to more days and potentially dedicating staff specifically to pick orders.</p> <p>Colin reviewed additional parts of the process that still need to be completed. Notably operation integration needs to be coordinated with Joanne Mierek, then staff would need to be trained as well. Payment integration and fee structures also need to be completed. Colin gave a walkthrough on the website demonstrating how ordering would work for customers and for employees on the back end.</p>

	<p>Ben Galewsky noted we promised the online ordering within a week at the FinMOO, and would like updates and an expected completion date. Discussion from others applauding the fast turnaround so far, especially in light of limited staffing resources. Others were comfortable asking for updates, but not in setting a completion date that is unrealistic. Colin agreed to provide an email update by May 30th and again at the next meeting.</p>
<p>6. Committee Updates</p>	<p>A. Board Development Committee Magdalena advised the Election Packet was not successfully uploaded. Will send out via email to get feedback. JP asked board members to let the committee know whether they intend to run for election again, as more of a way to determine what members should or should not participate in helping board recruitment without a conflict of interest. Ray Dalitto noted this discussion is worth having, so suggested it be on the agenda next month.</p> <p>B. Owner Outreach Committee Evelyne Tardy noted the committee had discussions about how to reach out to owners during the pandemic. Rey noted that the board needs to be very careful about what they talk about and to whom to make sure misinformation is not spread.</p> <p>C. Policy Committee Magdalena noted the committee has met, but will meet again this month.</p> <p>D. Visioning Working Group Robert Taylor reported the committee has not met, but plans to follow up regarding the information gathered last month.</p>

<p>7. Board Admin</p>	<p>A. Election Packet Vote deferred until after the board has reviewed the packet and offered feedback.</p> <p>B. Board Historical Records After having reviewed some historical information, Colin found that the information might be helpful for board members and Gary to learn about co-op history. He noted it might entail making the documents available electronically. Magdalena and Evelyn volunteered to help with this project. Karen also noted the co-op's 50th anniversary will be in 2022 (actually, this should be 2024), so this project may be useful in preparing to present the organization's history.</p>
<p>8. Closing</p>	<p>A. Next meeting June 8, 2020</p> <p>B. Outreach calendar assignments Newsletter: Colin Tabling: Evelyne</p> <p>C. Other assignments</p> <p>Go Around for Comments</p>
<p>Adjourned</p>	<p>At 7:51 pm by Evelyn Tardy</p>