

Common Ground Food Co-op
 Board Meeting Minutes
 August 13, 2018
 6:15 pm to 8:15 pm
 Urbana Civic Center, Urbana Illinois

Present: Karen Carney, Magdalena Casper-Shipp, Margaret Johnstone, Karen Medina, Marissa Stewart Ted Veselsky, Julie Zilles

Absent: Charles Delman, Keith McKenney

Others Present: Gary Taylor, GM
 Colin Dodson, Owner/IT Coordinator
 Sam Ihm, Owner, Marketing Staff
 Kathleen Moreno, Owner
 Charles Suggs, Owner
 Jeffrey Chandler, Minute Taker

Proceedings	
Meeting called to order	At 6:16 pm by Julie Zilles
1. Preliminaries	<p>A. Guests/Owners Gary Taylor, GM Colin Dodson, Owner/IT Coordinator Sam Ihm, Owner/Marketing Staff Kathleen Moreno, Owner Charles Suggs, Owner Jeffrey Chandler, Minute Taker</p> <p>B. Public Comment Sam Ihm noted his frustration that he was not directly notified of items on the agenda for the meeting. Julie Zilles apologized that she did not understand he wanted to be individually notified, but the agenda was posted in the store a week prior to the meeting. Julie noted she is also looking into the possibility of posting the agenda electronically.</p> <p>C. Agenda Amendments Julie noted the review of EL B5 Treatment of Customers was not complete due to a miscommunication and will be ready next month. Karen Carney and Magdalena Casper-Shipp both noted updated documents were added or passed out.</p> <p>Action Taken The board unanimously approved moving Item 2A to the end of Board Study if time allows.</p>

2. Board Study

B. Petition Verification

Julie advised this time was to allow for discussion prior to a vote later in the meeting, and also stressed the precedent this process will set as the first of its kind. Discussion occurred electronically prior to the meeting as well. The Policy Committee submitted a proposal based on a statistical process of validation and calling a random portion of the signees to verify accuracy. Board members voiced issues with calling signees as having the appearance of being invasive, untrustworthy, overly contentious, or divisive. Numerous board members interpreted checking signature accuracy as making sure the signed name and owner number match. It was expressed that if checking name and owner number was the extent of the verification, all signatures should be checked and the committee should follow up with the board if they see any trends that need to be addressed.

C. Legality of Proposed By-Laws Change

Julie reported different legal requirements may prohibit staff members from serving on the board, which would require legal counsel to investigate, which requires budgetary authorization.

D. Election Procedures

Magdalena Casper-Shipp reviewed the Board Development Committee's plans for the election process. She detailed the electronic voting component as well as the ways in which the committee will make computers and assistance available for all owners. Karen Medina added she still feels paper ballots are the most accommodating form of voting. Historical trends on electronic voting accuracy, workload, and participation were reviewed, as well as the committee's willingness to accommodate voter accessibility needs as they arise.

A. Policy Committee on Staff Concerns

The Policy Committee provided the feedback they received from the Staff Ad-Hoc Committee formed while Tim Sullivan served as Interim GM. They highlighted the committee's desire for a Staff Advocacy Committee who would report staff concerns to the board. Ted Veselsky noted the Policy Committee supports this request but would like to make sure the committee be made up of a diverse sampling of employees from different departments and levels. He also noted he would be

	<p>interested in what the report would include and how/when the reported would be submitted. The board also specifically discussed the committee's recommendation for more staff surveys in regards to their purpose, composition and cost. Julie noted there is no vote on this tonight, so further input should be sent to the Policy Committee.</p>
<p>3. Consent Agenda</p>	<p>A. Public Minutes from July Meeting B. Private Minutes from July Meeting C. GM Operational Update (MORe) D. Monthly Financials</p> <p>Action Taken The board unanimously accepted items C and D.</p> <p>In the minutes, Julie noted the board can approve the Consent Agenda as a whole, but if evaluated individually the board approves minutes but accepts the MORe Reports and Monthly Financials. Magdalena also noted it is "Wegner's" not "Wagner's."</p> <p>Action Taken The board unanimously approved items A and B as amended.</p>
<p>4. GM Monitoring</p>	<p>A. EL B1 Financials – Q2 There was discussion about the compliance of this report. It was noted Gary can make any interpretation of the data he finds appropriate, and the board then determines of that is reasonable. Gary requested to edit and resubmit the report next month.</p> <p>Action Item The board unanimously approved moving this report to September for re-evaluation.</p>

5. Committee Reports

A. Board Development Committee

Magdalena reported the committee has received a few applications, and the deadline is 8/15 at 10 pm. She noted after the deadline Marissa will format the applications so the committee may evaluate them without knowing the identity of the candidate. She also reported she spoke with Todd Wallace regarding his availability for the retreat and reviewed the dates. She will email out dates for board members to reply to with conflicts. The committee is working on improving the orientation packet.

Action Taken

The board approved the Election Guideline Process. 6 in favor, 1 opposed.

B. Owner Outreach

Marissa Stewart reported the committee continues to meet with staff regarding the MOO, which will be 6-8pm on September 21 in the Lincoln Square Mall hallway.

C. Policy Committee

Action Taken

The board approved a motion that petitions be verified by a member of the Policy Committee and a staff member, by confirming name and owner number agree on all signees, and at their discretion return to the Board with any issues that may arise. 6 in favor, 1 opposed.

Action Taken

The board authorized the investigation of the legality of the petition, and the cost incurred.

D. Visioning Working Group

Karen Carney reported the committee has held 3 visioning sessions so far, with the board and staff. They have 2 upcoming sessions for owners and 1 for producers in the next two weeks.

Action Taken

The board authorized \$210 total for CGFC refreshments at 6 visioning sessions.

E. Owner Loan Working Group

Julie reported the delayed 2017 loan repayments have been approved for repayment. She also noted owners

	<p>whose 2018 repayments will be delayed will be contacted with an update. Once completed this Working Group will be disbanded.</p> <p>Magdalena reported she met with the auditor who noted a point of sale system change does not mean an audit is not recommended. Gary advised the staff accountant gave his notice and an audit may be difficult with a new staff member. It was clarified Gary, Magdalena and the accountant would be involved in scheduling the audit, so time for staff transition could be accommodated.</p>
6. Board Admin	<p>A. Review Board Calendar Julie advised she posted the typical Board Schedule. Karen M. advised she would like more deadlines included for the MOO, etc. Magdalena noted either all committee deadlines or no committee deadlines should be included. Julie tabled discussion until September for time.</p> <p>B. Meeting Location The Civic Center is closing. Magdalena volunteered to research other meeting location options.</p>
EXECUTIVE SESSION OPENS EXECUTIVE SESSION CLOSSES	
7. 8. 9. Continued	<p>Action Taken</p> <p>The board approved Gary’s proposal. 6 in favor, 1 abstention.</p> <p>Action Taken</p> <p>The board unanimously appointed a Petition Working Group with members Magdalena Casper-Shipp, Karen Medina, Ted Veselsky and open to Charles Delman and Keith McKenney if they would like.</p> <p>Action Taken</p> <p>The board approved a motion for Julie to share their feedback with Gary.</p>
10. Closing	<p>A. Next Meeting September 10, 2018 Urbana Civic Center</p> <p>B. Outreach Calendar Assignments</p>

	C. Other Tasks and Assignments D. Go Around for Comments
Meeting Adjourned	Adjourned at 8:50 by Julie Zilles