

Common Ground Food Co-op
 Board Meeting Minutes
 February 12, 2018
 6:15 pm to 8:15 pm
 Urbana Civic Center, Urbana Illinois

Present: Karen Carney, Magdalena Casper-Shipp, Charles Delman, Margaret Johnstone,
 Keith McKenney, Karen Medina, Marissa Stewart, Julie Zilles

Absent: Kristin Walters

Others Present: Tim Sullivan, Interim GM
 Colin Dodson, Interim IT Coordinator/Owner
 Sam Ihm, Employee/Owner
 Jason Reinglass, Employee/Owner
 Z Snyder, Owner
 Sarah Buckman, Employee/Owner
 Jeffrey Chandler, Minute Taker

Proceedings	
Meeting called to order	At 6:15 pm by Julie Zilles
1. Preliminaries	<p>A. Guests/Owners Tim Sullivan, Interim GM Colin Dodson, Interim IT Coordinator/Owner Sam Ihm, Employee/Owner Jason Reinglass, Employee/Owner Z Snyder, Owner Sarah Buckman, Employee/Owner Jeffrey Chandler, Minute Taker</p> <p>B. Public Comment Jason Reinglass handed out information regarding co-op finance and governance. He shared his co-op story, noting a background in a corporate setting and coming to a co-op environment which he sees as the business model for the future. Jason further shared his jurisdictional concerns regarding the board and operations. He mentioned issues with working capital, the outdated POS system, both of which he feels will be a detriment to the new GM. He also noted he thinks the relationship the co-op has with NCG could be dictating store needs that are not appropriate for our unique co-op. Jason added the board needs to focus on staff relationships, because happy staff equals happy customers. To</p>

	<p>conclude Jason advised the visioning work the board is planning needs to include a business plan, to allow for better business decisions.</p> <p>C. Agenda Amendments None.</p>
<p>2. Board Study</p>	<p>A. Transition Plan Julie Zilles noted the transition plan was submitted but the numbers for the CDS mentoring program will come soon, but the vote tonight would authorize that potential cost as well. Keith McKinney requested a quarterly staff survey, focusing on management, for the first year, similar to the survey the board completes. There was discussion regarding surveying staff that often might undermine the new GM. Karen Medina asked how staff treatment data is collected, Julie noted by a third party, and Charles Delman noted the issue is not with how data is collected but what is done with it. Julie reviewed options including a manager survey, third party staff survey and additional staff treatment policies. Julie also noted what the board has the authority to do under policy governance.</p> <p>B. GM Monitoring Calendar There was also discussion about optimizing the review calendar based on the new GM's start date, and it was determined December, where it currently is reviewed, is a good time.</p>
<p>3. Consent Agenda</p>	<p>A. Public Minutes from January 8 Meeting B. Public Minutes from January 17 Meeting C. Private Minutes from January 17 Meeting D. Public Minutes from February 1 Meeting E. Private Minutes from February 1 Meeting F. GM Compensation 2018 G. GM Contract H. MORE Report I. Monthly Financials J. IGM Contract Extension</p> <p>Action Taken The board approved the Consent Agenda as a whole. Magdalena Casper-Shipp abstained due to absence from previous meeting.</p>

4. Board Monitoring

A. BMR D1 Unity of Control

Julie reported she has received complaints recently regarding board/staff interactions, board unity and undermining the GM. Tim Sullivan advised he reported this last month, but reiterated the GM needs to be included in all board/staff communication. He added the board should be very aware that they are board members when interacting with staff, and if they have doubts that their interaction is, or could be perceived as, not solely from a customer perspective, they should direct their question to Tim or the GM.

There was also discussion regarding the unity of the board and speaking with one voice regarding the decisions of the board, as opposed to noting the board decision and how you personally disagree with it.

Julie noted the policy does not dictate a course of action when these policies are violated, and referred to the Policy Committee for review.

Action Taken

The board found themselves in compliance, Magdalena Casper-Shipp abstained.

B. BMR D2 Accountability of GM

It was noted this is an ongoing project, but does not require a new plan to return to compliance.

Action Taken

The board found themselves in compliance.

C. BMR D3 Delegation to GM

Magdalena Casper-Shipp said she thinks the board is very out of compliance, noting the instances when they stepped over the line with the former GM, Julie agreed however noted some of the operational interjections were necessary. There was discussion whether the evaluation was for the current status or the past year, and agreed upon the latter.

Action Taken

The board found themselves out of compliance with a vote of 5 to 3.

<p>5. Committee Updates</p>	<p>6. Board Development Committee The committee reported they are working on better questions for the board member candidate packet, and will present in March.</p> <p>7. Owner Outreach Marissa Stewart reported the committee is working with staff on document sharing, the newsletter and table of contents. The FinMOO will be April 21st or 22nd, need to confirm with Sarah Buckman.</p> <p>8. Policy Committee</p> <p>Action Taken The board charged the committee with creating procedures for board member conduct violations.</p> <p>9. Visioning Working Group The committee reported they are reviewing topics already on the table and will present in the future regarding their direction.</p>
<p>10. GM Search</p>	<p>A. Transition Plan Marissa reviewed the added question, “In what ways have you solicited input from these groups?”</p> <p>Action Taken The board unanimously approved the GM Transition Plan.</p> <p>Julie excuses all guests, except Tim Sullivan.</p>
<p>EXECUTIVE SESSION OPENS</p> <p>EXECUTIVE SESSION CLOSES</p>	

<p>11.GM Monitoring (continued)</p>	<p>Action Taken</p> <p>The board unanimously accepted the EL B1 report with acknowledgement of non-compliance.</p> <p>Action Taken</p> <p>The board unanimously agreed to support Tim’s lease proposal.</p> <p>A. IGM Monitoring Report</p> <p>Action Taken</p> <p>The board unanimously accepted this report as in compliance.</p> <p>B. EL B6 Staff Treatment – Follow-up</p> <p>Action Taken</p> <p>The board unanimously accepted this report as in compliance.</p> <p>C. 2018 GM Monitoring Calendar</p> <p>Action Taken</p> <p>The board unanimously approved the calendar.</p>
<p>8. GM Update on Online Shopping</p>	<p>Information was distributed regarding survey results regarding online shopping. Tim advised he will do a full projection and study, but also that the store must be successful before this is a realistic option.</p>
<p>9. Closing</p>	<p>11. Next meeting March 12, 2018 Urbana Civic Center</p> <p>12. Outreach calendar assignments</p> <p>13. Other tasks and assignments</p> <p>14. Go around for comments</p>
<p>15. Meeting Adjourned</p>	<p>At 8:45pm by Julie Zilles</p>