

Common Ground Food Co-op  
 Board Meeting Minutes  
 January 14, 2019  
 6:15 pm to 8:15 pm  
 Urbana First United Methodist Church, 2<sup>nd</sup> floor Parlor – Urbana, Illinois

Present: Karen Carney, Magdalena Casper-Shipp, Charles Delman, Margaret Johnstone, Kathleen Moreno, Marissa Stewart, Evelyne Tardy, Julie Zilles

Absent: Yusuf Hermes

Others Present: Gary Taylor, GM  
 Colin Dodson, Owner/Staff  
 Sam Ihm, Owner/Staff  
 Jeffrey Chandler, Minute Taker

<b>Proceedings</b>	
<b>Meeting called to order</b>	<b>At 6:18 pm by Marissa Stewart</b>
<b>1. Preliminaries</b>	<p><b>A. Guests/Owners</b></p> <p>Gary Taylor, GM          Colin Dodson, Owner/Staff          Sam Ihm, Owner/Staff          Jeffrey Chandler, Minute Taker</p> <p><b>B. Public Comment</b></p> <p>None.</p> <p><b>C. Agenda Amendments</b></p> <p>Marissa Stewart added the Policy Committee charter vote to the Policy Committee update on the agenda. Magdalena Casper-Shipp removed the Study Session Calendar vote from the Board Development Committee update on the agenda.</p>
<b>2. Board Study</b>	<p><b>A. Visioning Work</b></p> <p>Karen Carney advised the board was given a ZingTrain article to read prior to the meeting, she then invited small groups to discuss how the article could relate to the visioning work of the co-op. Groups came back together and</p>

	<p>shared the ideas discussed within their small group. Ideas mentioned included the differences between vision and strategic planning, the four components of effective visioning, vision used to set direction or create a limitation for innovation, how vision can inspire, and the consistency of visioning efforts of the past.</p> <p>Karen invited comments on the vision working group draft. There was general discussion about conflicts of interest, confidentiality, and repercussions if confidentiality is broken, as well as, whether the plan is reasonable and the desired owner participation is attainable. Julie Zilles noted if this passes later in the meeting, applications would go out and groups would be presented at the February meeting.</p>
<p><b>3. Consent Agenda</b></p>	<p><b>A. Public Minutes from December Meeting</b>  <b>B. Private Minutes from December Meeting</b>  <b>C. GM Operational Update (MORE)</b>  <b>D. Monthly Financials</b></p> <p>Items A &amp; B removed for discussion. Charles Delman noted his vote was in favor of the policy committee’s authorization to meeting with staff, and added a transition statement between paragraphs later in the meeting to help convey meaning. Karen Carney to update.</p> <p><b>Action Taken</b>  The board unanimously accepted items C &amp; D of the consent agenda.</p> <p><b>Action Taken</b>  The board approved the December public and private meetings as amended.</p>

<p><b>4. GM Monitoring</b></p>	<p><b>A. Executive Limitations B5 – Treatment of Customers</b></p> <p><b>Action Taken</b> The board unanimously accepted this report as in compliance.</p>
<p><b>5. Board Monitoring</b></p>	<p><b>A. Board Process C2 – Board Job Description</b> Discussion regarding items 1 and 6, but noted that visioning project is addressing those directives. Commentary noted the board is not out of compliance, but allowed room for improvement. It was noted recruitment was good.</p> <p><b>Action Taken</b> The board unanimously found themselves in compliance.</p>
<p><b>6. Committee Updates</b></p>	<p><b>A. Board Development Committee</b> Magdalena noted the board study calendar will be available in February for approval. Julie Zilles suggested financials as a potential topic, though Magdalena noted the timing may not be right. Marissa asked the committee to propose via email so it will be in place by February. Magdalena reported that the committee is also beginning to look into the board election packet.</p> <p><b>B. Owner Outreach Committee</b> Evelyne Tardy reported the committee met and discussed making tabling more interactive and strategically placed in the store. The committee reported they are already looking at content and presentation for the FinMOO. It was clarified that the Owner Outreach</p>

	<p>Committee and the Marketing Committee work together to plan this event. Evelyne noted the possibility of presenting information regarding the policy change to draw a larger crowd. Additional deadlines and requirements were discussed.</p> <p><b>C. Policy Committee</b></p> <p><b>Action Taken</b> The board unanimously approved the Policy Committee Charter.</p> <p>Charles reported the committee is working on policy changes required by the recent amendment.</p> <p><b>D. Visioning Working Group</b> Marissa reviewed the revisions discussed to the draft.</p> <p><b>Action Taken</b> The board approved the draft with clarifications to the disciplinary aspects of reviewing candidates and investigating conflicts of interest.</p>
<p><b>7. Board Admin</b></p>	<p><b>A. Board Volunteer Work</b> Marissa noted this discussion was a follow-up regarding the board’s ability to volunteer or bag groceries as board outreach. Gary investigated this issue and found that bagging groceries is something of a gray area; other Co-Op tasks might be considered unpaid labor and would not be allowed. He noted the legalities in question are regarding insurance, liability, and whether paid workers would be displaced. Magdalena and Charles mentioned issues with the taxes and liabilities, and that even if the work is voluntary, it is still providing a service to customers, which borders on employment. Julie noted that if</p>

	<p>this is a gray area there is some risk involved. Magdalena asked if the potential outreach is worth the risk, or if other alternatives would serve the same purpose and avoid the gray area. Owner Outreach Committee will brainstorm for more ideas with the marketing staff. Julie offered ideas to incorporate the round up organizations in interactive board and owner activities.</p>
<b>8. Lease Update</b>	
<b>9. Closing</b>	<p><b>A. Next meeting February 11, 2019</b>  Urbana First United Methodist Church</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>E. Meeting Adjourned</b>	<b>At 8:13 pm by Marissa Stewart</b>