

Common Ground Food Co-op
 Board Meeting Minutes
 July 9, 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, Ted Veselsky, Julie Zilles

Absent: None

Others Present: Gary Taylor, GM
 Jeffrey Chandler, Minute Taker

Proceedings	
Meeting called to order	At 6:15 pm by Marissa Stewart
1. Preliminaries	<p>A. Guests/Owners Gary Taylor, GM Jeffrey Chandler, Minute Taker</p> <p>B. Public Comment None</p> <p>C. Agenda Amendments Discussion regarding staff/owner email added to item 7c.</p>
2. Board Study	<p>A. Audit Magdalena Casper-Shipp reported she received a draft of the 2017 Financial Review and asked if the board would be interested in a full board conference call. The general consensus was no, as the report is not a full audit. Magdalena will collect questions from the board for clarification, which she will then work with Gary to resolve, and then the auditor if necessary. There was additional discussion and clarification on specific line items.</p> <p>Magdalena presented the difference between a review and an audit and opened discussion regarding whether to do a review or an audit for 2018. It was noted one key indicator of the need for an audit is a new GM. Julie Zilles noted however, if accounting systems have changed, which they have, an audit is not recommended that year.</p> <p>B. GM Compensation RFP The request for proposal (RFP) was posted prior to the meeting for review. Karen Medina noted a newer</p>

	<p>version is available with some minor typographical corrections. There was discussion about the length of the RFP, between 1 or 2 years. Julie notes 2 years is more common, but with the store in constant change bonuses or goals may change annually.</p> <p>The RFP presented is based on a previous GMs, and Gary may want to edit it to fit his personal motivators or desired salary/bonus structure. Specific edits/changes were suggested and are to be incorporated in the final draft.</p> <p>C. CCMA Magdalena reported on her recent trip to CCMA. She detailed her experience applying to present and presenting a workshop on Financials for Boards. Notable sessions she attended were on board compensation and offsite kitchen struggles. She also had conversations with other attendees regarding their board screening processes.</p>
<p>3. Consent Agenda</p>	<p>A. Public Minutes from June Meeting B. Private Minutes from June Meeting C. GM Operational Update (MORe) D. Monthly Financials</p> <p>Action Taken The board unanimously accepted item C.</p> <p>Edits to items A and B were sent prior to the meeting and have been incorporated into the final version.</p> <p>Action Taken The board approves items A and B as amended. Magdalena Casper-Shipp abstained.</p> <p>Gary notes the inventory numbers in item D are estimated as they did not move. There was discussion regarding the Busey Bank accounts that were opened and closed, which Gary will investigate and report to the Board.</p> <p>Action Taken The board unanimously accepted item D.</p>
<p>4. GM Monitoring</p>	<p>A. EL B5 Treatment of Customers There was discussion on Gary determination of non-compliance based on previous interpretation of</p>

compliance. It was noted Gary can re-interpret compliance based on the current store climate and resubmit.

Julie added that this report was in addition to the regular report schedule and to add another report during the new GM's first year.

There was also discussion about the need for Gary to solicit more customer feedback. Gary noted he is used to an environment where the feedback is constantly provided, but he will work on methods of soliciting customer feedback to review.

Action Item

The board unanimously moved to re-evaluate the report in August 2018 after revision and resubmission.

B. Review of 2017 Financials

Action Taken

The board unanimously accepted the review of the 2017 Financials.

C. 2018 Financials – Review or Audit?

Action Taken

The board unanimously approved an Audit of the 2018 Financials based on Wegner's recommendation.

5. Committee Reports

A. Board Development Committee

The committee noted no candidates attend the first Information Session, and they have received one application so far. The committee is also reviewing the online voting vs. survey monkey options for cost/accuracy/security. The committee is looking for the third member of the committee to review applicants and present anonymous applications to the committee as well as review any discrepancies or concerns with evaluations. Per the committee's request, Marissa Stewart will serve.

B. Owner Outreach

Marissa Stewart reported the committee is meeting with Gary and Sarah Buckman regarding the MOO and visioning coordination.

C. Policy Committee

The policy committee reviewed the email the board received from staff member and owner, Sam Ihm, noting his concerns regarding staff representation and reporting to the board, the board response to staff/owner input, and previous GM/reporting failures. They also discussed Sam's intent to submit a signature-driven petition to allow staff members to sit on the board. Charles Delman reports the committee would also like to speak with Todd Wallace for his advice.

The committee intends to work with Gary first to address staff operational complaints and desired resolutions. Julie would like to get a draft report for the Staff Ad-Hoc Committee regarding their accomplishments as well.

There was further discussion on the signature-driven petition discussed regarding how signatures had to be presented, for example virtual vs. original hand-written, as well as how to verify signatures if necessary. There was general consensus that the signatures included with the proposal needed to be original and have contact information accompanied for verification if needed. It was noted by many that their concerns were not with the content of the proposal but the proper way to verify a signature-driven owner proposal.

Action Taken

The board unanimously approved the signature requirements as follows: original signature, printed

	<p>name, owner number, and contact information (phone or email), and could not be collected during work hours to ensure the integrity of the process.</p> <p>Action Taken The board charges the Policy Committee with looking into the petition, working with the staff, and replying to Staff Ad-Hoc Committee.</p> <p>D. Visioning Working Group Karen Carney thanked the board for their participation at the July 2nd visioning session. The committee is meeting with Jacqueline Hannah this week and is planning owner sessions. Magdalena asked about the budget for the owner sessions, and Karen C. noted it would be minimal but she will follow up.</p> <p>E. GM Compensation Working Group The fully revised GM Compensation RFP is available in basecamp.</p> <p>Action Taken The board unanimously approved the GM Compensation RFP as amended.</p> <p>F. Owner Loan Working Group Gary reported he is still receiving information from third parties and will forward to the board as he receives them.</p>
EXECUTIVE SESSION OPENS	
EXECUTIVE SESSION CLOSES	
7. Closing	<p>A. Next Meeting August 13, 2018 Urbana Civic Center</p> <p>B. Outreach Calendar Assignments</p> <p>C. Other Tasks and Assignments</p> <p>D. Go Around for Comments</p>
Meeting Adjourned	Adjourned at 8:20 by Marissa Stewart