

Common Ground Food Co-op  
 Board Meeting Minutes  
 June 11, 2018  
 6:15 pm to 8:15 pm  
 Urbana Civic Center, Urbana Illinois

Present: Karen Carney, Charles Delman, Margaret Johnstone, Keith McKenney, Karen Medina, Marissa Stewart, Ted Veselsky, Julie Zilles

Absent: Magdalena Casper-Shipp

Others Present: Gary Taylor, GM  
 Colin Dodson, Staff/Owner  
 Jacqueline Hannah, Owner  
 Stephanie Sutton, Owner  
 Jeffrey Chandler, Minute Taker

<b>Proceedings</b>	
<b>Meeting called to order</b>	<b>At 6:17 pm by Julie Zilles</b>
<b>1. Preliminaries</b>	<p><b>A. Guests/Owners</b>          Gary Taylor, GM          Colin Dodson, Staff/Owner          Jacqueline Hannah, Owner          Stephanie Sutton, Owner          Jeffrey Chandler, Minute Taker</p> <p><b>B. Public Comment</b>          Jacqueline Hannah, former GM of the co-op, discussed the history of the visioning projects, as she was unable to attend a previously scheduled presentation to the board. She noted the importance of owner input and connection. She advised her current position involves facilitation of visioning retreats and processes for co-ops, and would be willing to assist the co-op pro bono if desired.</p> <p><b>C. Agenda Amendments</b>          Julie Zilles noted the Request for Proposal (RFP) in section 6e was not submitted with enough time for evaluation and would not require a vote tonight.</p>
<b>2. Board Study</b>	<p><b>A. Visioning</b>          Karen Carney reviewed the recent visioning exercises and results. She also reviewed changes to the project proposal, including goals, opportunities, involvement, and a timeline. She noted the input collection was inclusive of owners</p>

	<p>and community stakeholders.</p> <p>Karen C. then reviewed the outline of the process. Notably the process includes small group input sessions targeting various demographics within staff, owners, and community members, with the first small group being the board to allow for process improvement and input. Karen Medina noted issue with a pre-selected short list of visioning goals, wanting a more inclusive list of options available. The committee noted the short list is based on previous input gathering and able to change per the trends of ongoing input collected. Further specification on small groups noted invited participants to guarantee attendance and value but open to all. Staff small groups would be led by Gary. Karen C. also noted an online option including video presentations and surveys for those unable to attend small group sessions for whatever reason. After the small group input collection, the committee would meet with Gary to determine what to present back to the board for evaluation.</p> <p>Karen C. facilitated small group discussion within the meeting to gather further process feedback. Those present then came back together to share highlights of their discussions. Overall input in favor of the process included the inclusivity and a focus on fresh ideas and innovation. Attendees also shared concerns with process, notably participation, demographic representation, the ambitious timeline, and project continuity with board member turnover. Additions to the process were also suggested, for example inclusion of producers/farmers, organizational acknowledgement of previous visioning/operational issues, and project advertisement to encourage input readiness.</p>
<p><b>3. Consent Agenda</b></p>	<ul style="list-style-type: none"> <li><b>A. Public Minutes from May Meeting</b></li> <li><b>B. Private Minutes from May Meeting</b></li> <li><b>C. GM Operational Update (MORE)</b></li> <li><b>D. Monthly Financials</b></li> <li><b>E. Authorization of transfer registered</b></li> </ul>

	<p><b>Action Taken</b> The board approved the consent agenda as a whole. Marissa Stewart abstained.</p>
<p><b>4. GM Monitoring</b></p>	<p><b>A. EL B1 Financials</b> There was brief discussion regarding the non-compliance of the report.</p> <p><b>Action Item</b> The board unanimously accepted the report with acknowledgement of non-compliance.</p> <p><b>B. EL B7 Communication to the Board</b> This is an extra report scheduled within the first year of a new GM.</p> <p><b>Action Taken</b> The board unanimously accepted the report as In compliance.</p> <p><b>C. EL B9 Emergency GM Succession</b> There was discussion regarding the format of the report, however Julie noted Gary was not supplied with previous examples prior to submission. This report is also extra within the first year of a new GM, so the board was generally okay with this format, understanding examples would be provided prior to the next report.</p> <p><b>Action Taken</b> The board unanimously accepted the report as in compliance with the understanding more information would be provided to Gary for a full submission at the normally scheduled meeting for this report.</p>
<p><b>5. Board Monitoring</b></p>	<p><b>A. BMR D4 Monitoring GM Performance</b> Julie proposed not voting tonight on the previous 12 months as they were mostly staffed by an Interim GM, she continued this report would be pro-rated for Gary for his annual review in September.</p>

## 6. Committee Reports

### A. Board Development Committee

Margaret Johnstone reported the committee incorporated changes and suggestion to the Election Packet including definitions of qualities.

#### Action Taken

The board unanimously approved the Election Packet as amended.

### B. Owner Outreach

Marissa Stewart reported the MOO will be on September 21<sup>st</sup> in the evening in the hallway behind the co-op in Lincoln Square.

The Outreach Calendar for 2018 was presented. Karen M. provided an updated newsletter article calendar, which should allow board members to choose newsletter topics they feel more comfortable with from the start. Julie requested a later due date for the newsletter to accommodate reporting on later monthly board meetings.

#### Action Taken

The board unanimously approved the Outreach Calendar as presented.

### C. Policy Committee

Charles Delman submitted the revised Board Discipline Procedure proposal incorporating input received from the board.

#### Action Taken

The board unanimously approved the Board Discipline Procedure as amended.

Charles also noted he, Keith McKenney and Ted Veselsky met with a small group of staff members and are compiling notes for presentation.

### D. Visioning Working Group

Karen C. asked if the board is comfortable with the Visioning Process if input discussed tonight is incorporated. Karen M. noted she wants Jacqueline involved and the timeline extended. Julie noted if timeline extended the committee would not have information to present at the MOO. There was discussion about the role of

	<p>MOO in the visioning project, including a forum to present findings, a final push for input gathering, or an opportunity to focus further input gathering. The committee noted their intent to use the MOO as a vehicle to present preliminary findings and to focus discussions on main themes. There was a review of scenarios including different timelines.</p> <p><b>Action Taken</b> The board approved the visioning process with incorporation of feedback.</p> <p><b>E. GM Compensation Working Group</b> The committee advised the RFP is delayed, but they welcome input.</p> <p><b>F. Owner Loan Working Group</b> The committee has not met as they are waiting for the proposal from Gary, who is waiting for final April numbers. Gary noted the accountants are recommending not repaying, however Shared Capital has not given their decision yet.</p>
<p><b>EXECUTIVE SESSION OPENS</b></p> <p><b>EXECUTIVE SESSION CLOSSES</b></p>	
<p><b>8. Closing</b></p>	<p><b>A. Next meeting July 9, 2018</b> Urbana Civic Center (It was noted earlier in the meeting that the Civic Center may be closing, so a new meeting space may be needed soon)</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>
<p><b>Meeting Adjourned</b></p>	<p><b>At 8:27pm by Julie Zilles</b></p>