

Common Ground Food Co-op
 Board Meeting Minutes
 October 10, 2022
 6:15 pm to 8:15 pm
 Google Videoconference

Present: Jon Barnes, Sandy Budde, Ben Galewsky, Blake Hackler, Morgan Montgomery, Andrew Muller, Robert Taylor, Calvin Wang

Absent: Ming Kuo

Others Present: Gary Taylor, General Manager
 JP Goguen, Outgoing Board President
 Jeffrey Chandler, Minute Taker

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| Proceedings | |
| Meeting called to order | At 6:21 pm by JP Goguen |
| 1. Preliminaries | <p>A. Guests/Owners Gary Taylor, General Manager JP Goguen, Outgoing Board President Jeffrey Chandler, Minute Taker</p> <p>B. Public Comment None.</p> <p>C. Agenda Amendments JP Goguen added a board appointment discussion, Columinate Membership, and retreat planning to the New Board Year section.</p> |
| 2. New Board Year | <p>A. Welcome to New Directors JP welcomed new board members Sandy Budde, Blake Hackler, and Morgan Montgomery! The new board members briefly introduced themselves.</p> <p>B. Appointment JP noted there was confusion regarding the length of Andrew Muller’s appointment length, which lead to him not to run for re-election this year. JP suggested that within the by-laws the board can appoint members for a 1-year term at their discretion and he suggested the board take that route to keep Andrew on the board for another year. Other board members agreed with the solution.</p> |

Action Taken

The board unanimously appointed Andrew Muller to a 1-year appointment.

C. Officer Elections

JP advised that nominations were received but were declined by the nominees. The board had a discussion to collectively land on a slate of nominees who were both qualified and willing to serve.

PRESIDENT

- a. Nominations
Robert Taylor accepted his nomination.

VICE PRESIDENT

- a. Nominations
Calvin Wang accepted his nomination.

TREASURER

- a. Nominations
Andrew Muller accepted his nomination.

SECRETARY

- a. Nominations
Jon Barnes accepted his nomination.

Action Taken

The board unanimously approved the following slate of board officers.

President – Robert Taylor
Vice President – Calvin Wang
Treasurer – Andrew Muller
Secretary – Jon Barnes

D. Columinate Membership

Robert and JP mentioned the early bird pricing deadline for the Columinate membership.

Action Taken

The board unanimously approved the renewal of the Columinate membership.

E. Approve 2023 Board Calendar

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| | <p>Ben Galewsky reviewed the process of board planning including the reporting schedule, policy compliance reviews, and store alignment.</p> <p>Action Taken The board unanimously approved a board calendar following the cadence of the prior year.</p> <p>F. Board Retreat Robert advised the retreat is Saturday, October 15th from 8:30am-4:00pm. Robert will secure a space TBD and the store will cater. Agenda items discussed were introductory, trust-building, strategic planning, and goal setting. Robert will also speak with Todd Wallace for additional suggestions.</p> |
| <p>3. Consent Agenda</p> | <p>A. Public/Private Minutes from September Meeting B. Treasurer's Report</p> <p>The September minutes were not received, so they have been removed.</p> <p>Action Taken The board unanimously accepted the Treasurer's report.</p> |
| <p>4. Monthly Operations Report and Financials</p> | <p>A. Monthly Operations Report & Financials Gary Taylor reviewed highlights from his monthly report. Robert noted the increase of 126 new owners in the past month and applauded the front-of-house and marketing efforts. Board members asked specific questions regarding metrics, store departments, pricing, margins, and strategy.</p> |
| <p>5. GM Monitoring</p> | <p>None</p> |
| <p>6. Internal Monitoring</p> | <p>A. C1 – Code of Conduct B. C5 - Governing Style</p> <p>Robert and Ben provided a review of both policies and fielded questions from board members. Compliance for these policies will be evaluated during the July meeting.</p> |
| <p>7. Closing</p> | <p>A. Next meeting November 14th, 2022</p> |

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| | <p>B. Outreach Calendar Assignments November Newsletter: Ben will write on Officer announcements and any board retreat information.</p> <p>C. Other Assignments Board Retreat October 15th 8:30am-4:00pm</p> <p>D. Check-out Board Bits: New Board members, Officer elections, retreat planning</p> <p>E. Closing Discussion The board had additional discussion regarding feedback on meeting structure, virtual vs. in-person options, and other topics.</p> |
| <p>Adjourned</p> | <p>At 7:57 pm by Robert Taylor</p> |