

GREEN TOP GROCERY COOPERATIVE

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS

November 28, 2016

A meeting of the Board of Directors (the “*Directors*”) of Green Top Grocery Cooperative, an Illinois corporation (the “*Co-Op*”), was held on November 28, 2016 at 7:00pm at Ames Library, Illinois Wesleyan University.

Directors: Melanie Shellito, Jerica Etheridge, Alan Langrall, John Plattner, Kimberly Alcorn, Roger Day, Michael Gorman (will be known as Michael G in the minutes), Aaron Watson, Monica Adams.

Directors Absent From This Meeting: John Plattner

Also Present: Michael Pennington, Jodi Stalsworth, Noel Kerr

Call to Order

Kim Alcorn called the meeting to order at 6.59 pm and Jodi Stalsworth recorded the minutes. A quorum of directors was present. The meeting, having been duly convened, was ready to proceed with business.

Approval of Minutes

Jerica motioned to approve the meeting minutes from October 24 2016, pending a strike of the last line of the “Monitoring Report Review: EL B6: Staff Treatment & Compensation” section. Aaron provided a second.

Online Votes

A proposal was made to the board by Michael P to approve the business THHE WAY (Total Home Health Environment - Water Air and You) as an owner, on Nov 6th. Michael G made a motion to approve the business as an owner and Roger provided a second. The board took a vote and the motion carried on Nov 7.

On Nov 6 Kim made a motion to approve the LEAF loan commitment letter. Jerica provided a second. The board took a vote and the motioned carried.

Introduction of visitors

Noel Kerr attended the board meeting. She introduced herself and indicated that she wants to learn more about the board.

CDS Coop Café- Spring 2017

Kim gave the board an opportunity for anyone to attend, if they are interested.

December Board Meeting

Kim is proposing a change of date for the December board meeting to Dec 19th. It is confirmed for the same time, same place. Michael G will confirm the room.

Interior design feedback

Michael reported that there is not a lot of flexibility in choosing the wall colors that Nicole has provided us. The board was able to review the palettes and had a lengthy discussion. It was decided for Michael to move forward with the palette and see if he can do anything to reduce the square footage of the colors.

Additionally, Michael discussed the proposed logo color change. Melanie provided an actual printed ad that demonstrates the difference of the two. Kim asked for a consensus from the board and it was decided to have Michael bring it up again with Dave.

Annual Meeting Committee

Location, date, food and beverage, ballots, and presentations need to be decided by the committee. An idea of having it at the store came up. Monica, Alan and Melanie have volunteered for the committee for the 2017 annual meeting. Kim asked them to meet before the next board meeting to get things started. The meeting must be before the end of March 2017.

Board Budget

The budget was presented in person at the last meeting, but needs to be officially approved. Kim made a motion to approve the board budget for 2017. Aaron provided a second. The board took a vote and the motion carried.

Policy Committee updates- vote on charters

Michael G reported that he had met with Kim about the charters. Michael G opened the floor for discussion. Michael G motioned to approve the 3 charters as written and presented. Melanie provided a second. The board took a vote and the motion carried.

GM Update

Michael discussed Fresh Thyme coming to Bloomington and moving into the old Cub Food building. They will occupy about 29,000 sq. feet. They are the main competitors for coops and are opening dozens of stores a year. He estimated that they are about 3 months out from opening. They give the impression that they are organic, but it is simply not what they are doing. Also, they have a very limited supply of local food. This store will definitely affect our sales but messaging and education will be key in going forward with our mission. Michael indicated that we should notify our banks about Fresh Thyme sometime in the near future.

Michael discussed Coffee Hound providing GTG their coffee equipment for the store and that will provide staff training, in exchange for being the exclusive supplier of the brewed coffee we will sell in the store. The board reviewed the contract. A motion to allow Michael to move forward with the contract as written was made by Alan. Monica provided a second. The board took a vote and the motion carried.

Michael reported that closing of the loan looks good, barring the effect of the Fresh Thyme coming to Bloomington.

EL B1 Monitoring Report Financial Conditions and Activities

Kim reviewed all of the questions to the board regarding Michael's report. Kim motioned to approve EL B1 with acknowledgement of non-compliance. Alan provided a second. The board took a vote and the motion carried.

Self-Monitoring Review Policy C7 - Committee Principles

Kim presented it for review and wanted to confirm that everyone finds it acceptable. Kim motioned to add a last review date of 11/28/16 to the document. Aaron provided a second. The board took a vote and the motion carried.

Kim mentioned that Ben thought it would be helpful for each board member to give feedback about the meeting at its closing. Kim opened the floor for discussion.

Adjournment

There being no further public business to come before the board, the meeting was adjourned at 8.59 pm.

Respectfully submitted,

Jodi Stalsworth, Administrative Assistant