

GREEN TOP GROCERY COOPERATIVE

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS

December 19, 2016

A meeting of the Board of Directors (the “*Directors*”) of Green Top Grocery Cooperative, an Illinois corporation (the “*Co-Op*”), was held on December 19, 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

Call to Order

Kim Alcorn called the meeting to order at 7:01 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

Kim motioned to approve the meeting minutes from November 28, 2016. Aaron provided a second.

Annual Meeting Update

The 14th of March will be the date of the annual meeting, and Normal Theater will be the venue. A motion was made by Roger to move the deadline to accept board nominations until January 15, 2017 and applications received thereafter will be considered on an as needed basis. Michael G provided a second. The board took a vote and the motion carried.

Potential bylaw changes were discussed but have been tabled for a later date. The policy committee will initiate those changes. Michael G motioned that the policy committee will look at making changes to the bylaws, regarding presentations at the annual meeting. (Section 6.3) Kim provided a second. The board took a vote and the motion carried.

Interim Director Opening

Kim reiterated that John will be resigning from the board as of December 31st. Michael indicated that he is in the process of finding another payroll company to take over that portion of John’s duties. Alan indicated that there are currently no candidates interested in coming onto the board.

Treasurer

Jerica indicated that she would take over the position of Treasurer after John resigns. Michael G. motioned to approve Jerica as Treasure and Melanie as Vice President. Kim provided a second. The board took a vote and the motion carried.

Policy Committee Update

Kim asked if everyone had a chance to review the charter as presented. Monica motioned to approve the annual meeting committee charter. Roger provided a second. The board took a vote and the motion carried.

GM Update

Michael discussed the commitment letter from NCB. He has sent it to Dave Blackburn to review. Michael briefly discussed the refinance options that are outlined in the letter. Michael also received The Shared Capital commitment

letter. It was viewed by the board at the meeting. A vote will take place at a later time to approve The Share Capital letter. Kim motioned to accept the NCB letter as received. Aaron provided a second. The board took a vote and the motion carried.

Michael gave a brief construction update. Discussion about a board tour of the site will take place via email among the board members and they will notify Michael to coordinate a time.

Monitoring Reports EL B7

Kim opened up discussion to the board. Michael G made a motion for the board to send a change to the policy committee to consider removing limitations to where the information be supplied, specifically in EL B7.6. Aaron provided a second. The board took a vote and the motion carried. Melanie made a motion to accept the monitoring report EL B7 with an acknowledgement of compliance. Jerica provided a second. The board took a vote and the motion carried.

Monitoring Reports B8

Kim made a motion For EL B8 we voted to accept the monitoring report with an acknowledgement of non-compliance. Jerica provided a second. The board took a vote and the motion carried.

Monitoring Reports C8

Kim reported we are out of compliance in reference to #3. Nothing will need to be revised. A motion to add a last review date to this policy and that we are out of compliance was made by Kim. Aaron provided a second. The board took a vote and the motion carried.

Kim will be setting up a google drive to keep the most updated policy easily accessible, vs using basecamp to store these items.

Board Meeting Recap

Kim asked for board input on how they felt that the meeting went. There was also a discussion about how the last meeting went, regarding public comments, and how to handle that with guests going forward

Adjournment

There being no further public business to come before the board, the meeting was adjourned at 8:48pm.

Respectfully submitted,

Jodi Stalsworth, Administrative Assistant