

# GREEN TOP GROCERY COOPERATIVE

## MINUTES OF A MEETING OF THE BOARD OF DIRECTORS

**January 30, 2017**

A meeting of the Board of Directors (the “*Directors*”) of Green Top Grocery Cooperative, an Illinois corporation (the “*Co-Op*”), was held on January 30, 2017 at 7:00pm at Ames Library, Illinois Wesleyan University.

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

**Directors Absent From This Meeting:** Melanie Shellito, Aaron Watson

**Also Present:** Michael Pennington, Jodi Stalsworth & John Williams

### **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.

### **Introduction of Guests**

John Williams introduced himself, and indicated that he put in an application to join the board.

### **Consent Agenda**

Jerica made a motion to approve the consent agenda and Michael G provided a second. The board took a vote and the motion carried.

### **Board Discussions/Items for Awareness**

Michael G briefly discussed the possibility of moving board documents to Google drive vs using Basecamp. Kim asked for continued feedback from the board on what their thoughts are about this change.

### **Annual Meeting**

Monica indicated that getting a speaker for the movie Food Patriots, is likely not to happen. Alan gave an overview of the agenda and an approximate timeline. The contract from Normal Theater is in hand, and the price is appx \$500. The food will be the same as last year. There will be a possible change in how the candidates present themselves for voting and give the public the opportunity to meet them if they would like. Alan, Monica and Kim are up for re-election. The ballots must go out to owners by February 27<sup>th</sup>.

### **Bylaw Change Proposal**

Proposed bylaw changes are in Section 3.1- Annual Meeting (referencing Section 9.2) and Section 6.6- Duties. Discussion of how to message this to ownership took place. Kim motioned to move forward with the bylaws changes, and to propose them to our owners. Michael G provided a second. The board took a vote and the motion carried.

### **Policy B-7 - Communication to the Board**

Regarding Policy B-7, #6 will be clarified by removing the word “consent”. Jerica made a motion to amend the policy as presented. Kim provided a second. The board took a vote and the motion carried.

**GM Reporting**

Monitoring Report EL B2- Planning and Budgeting--Kim presented to the board. Kim made a motion to accept the monitoring report EL B2 with the acknowledgement of non-compliance. Jerica provided a second. The board took a vote and the motion carried.

**Self-Monitoring****Board-Management Relationship****D-1 Unity of Control**

Kim asked for input or revisions from the board. With none being provided, Kim motioned to add a last review date of 1/30/17 to show no changes are needed at this time. Michael G. provided a second. The board took a vote and the motion carried.

**Loan Closing**

Michael indicated that an item on the list was Board Resolution. This discussion will be tabled until Michael finds out more information and it will be taken care of by an email vote.

**Debrief/Evaluate Meeting**

Kim asked for feedback from the board and a discussion was held.

**Adjournment**

There being no further public business to come before the board, the meeting was adjourned at 8:03 pm.

Respectfully submitted,

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Jodi Stalsworth, Administrative Assistant