

GREEN TOP GROCERY COOPERATIVE

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS

February 27, 2017

A meeting of the Board of Directors (the “*Directors*”) of Green Top Grocery Cooperative, an Illinois corporation (the “*Co-Op*”), was held on February, 27 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: N/A

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.

Consent Agenda

Michael G made a motion to approve the consent agenda, minus the GM update, and Roger Day provided a second. The board took a vote and the motion carried.

GM Update

The board had a discussion about the ownership numbers from January and asked about FB posts and outreach. Offering further support to Michael until the Marketing Manager is hired, is on the forefront with the board. A discussion of the opening date took place and Michael provided some information about equipment delivery times. Michael G made a motion to accept the GM update report. Jerica provided a second. The board took a vote and the motion carried.

Conflict of Interest Discussion

Aaron Watson brought up concerns about conflict of interests when it comes to board members wanting to profit from Green Top Grocery. It was indicated that prior meeting minutes include a discussion of this, and that Jodi will research it to locate those minutes, and share with the board. The perception of public understanding in how the board operates is important i.e.: where their duties end and when staff takes over. Kim proposed to keep the discussion open, make things more clear and be sure that procedures are in place for future board members and staff. The meeting minutes, in the future, should be available on our website for owners to view.

Annual Meeting Committee

Alan outlined the timeline of the meeting. Jodi indicated that the ballots have been mailed and indicated that an email blast with online voting options will go out to owners tomorrow. Counting of the ballots was discussed and bylaws were reviewed. Michael indicated that he has been previously involved in counting ballots with other co-ops so will be sure the process goes smoothly. Door prizes were discussed and it was decided to not spend the money to purchase any. Set up is at 4:30, so board members are encouraged to come early if they can. Kim discussed the presentation, including board members who have rolled off. We want to publicly thank them for their service.

GM Monitoring Report B-1 Financial Conditions and Activities

Kim asked the board their questions. Kim then motioned to accept the report B-1 with the acknowledgement of non-compliance. Michael G provided a second. The board took a vote and the motion carried.

Self-Monitoring Report - D2 GM Accountability

It was discussed if the wording should be updated. Keeping it the same was the conclusion. January ownership was reiterated and whether or not the board overstepped their boundaries, relating to this policy. Since the board is in a transition phase, asking for the help of a consultant may be helpful. Kim motioned to add a last review date of 2/27/2017 to the policy. Alan provided a second. The board took a vote and the motion carried.

Debrief/Evaluate Meeting

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

Adjournment

There being no further public business to come before the board, the meeting was adjourned at 8:42 pm.

Respectfully submitted,

Jodi Stalsworth, Administrative Assistant