

Chicago Market Board Meeting

February 6, 2023

Minutes by: James Gignac

Call to Order

With a quorum identified, this meeting was called to order by Matthew Ruffi on February 6, 2023, via Zoom at 7:03pm.

Roll Call

- Board Members in Attendance:
 - Dana McKinney
 - Grant Kessler
 - Howie Bollinger
 - James Gignac
 - John Law
 - Kate Grimm
 - Lee Herman
 - Matthew Ruffi
- Board Members Absent:
 - Anthony Todd
 - Chris Burns
 - Donna Curtin
- Chicago Market Staff Present
 - Dan Arnett (General Manager)
- Owners/Guests:
 - Matt Zwicky

Agenda

- [Public Agenda](#)

Order of Business

Meeting Intro

- Matthew opened by welcoming John Law back to the Board of Directors. Matthew additionally stated that we are now at 2,291 Owners.

Topic: Consent Agenda Items

- James made a motion to approve the consent agenda items. Without objection, the consent agenda items were approved.
 - Items were:
 - i. Approval of January 2, 2023, Meeting Minutes
 - ii. Approval of February 23, 2022, Meeting Minutes

Topic: Recording of Basecamp Votes

- James read into the record the following Basecamp votes undertaken by the Board:
 - On February 2nd, the Board approved the appointment of John Law to an open Board seat with a term ending fall 2024.
 - On February 2nd, the Board approved adoption of a contract review process as policy.
 - On January 11, the Board approved moving forward with the Uptown Farmers Market in a new location on Sunnyside Mall for 2023.
 - On December 12, the Board voted to accept a proposal for financing, authorize a good faith deposit and loan packaging fee, and move to the next step of receiving final bank terms.
 - On November 20, the Board approved a contract with StoreMasters.
 - On November 14, the Board granted authority to our pre-funding loan team to pursue short-term loans for the purpose of pre-ordering equipment.

Topic: Board Meeting Minutes Project

- James solicited feedback on options for displaying public records of Board meeting minutes. The general consensus was to display current and prior year minutes with a notation that earlier minutes may be available to Owners upon request to the Board.

Topic: Approval of Justice Value

- James made a motion that the Board adopt the value of Justice as proposed, along with its associated placement in the Co-op's list of Values and grammatical edits to the existing list of Values. Grant seconded the motion.
- The motion passed with a vote of 8 yes, 0 no.
- For next steps, the Marketing Team will include the Justice value in our Feb. 14 newsletter and James will prepare a blog post on the topic.

Topic: Discussion of Board Term Cycles

- Matthew discussed staggered board terms, why they matter, and how they have changed over time for our Board due to various factors. For the 2023 elections, we have 7 seats (approximately two-thirds of the Board) up for election.
- Matthew presented a proposed resolution of offering one-time shorter-term (1- and 2-year) slots for the 2023 elections to allow us to re-balance our terms across the Board as a whole. After some discussion, the matter was tabled for further review.

Topic: Updated Guidelines for Basecamp Vote Process

- After some introductory discussion, Matthew made a motion that the Board approve the proposed updated guidelines for the use of Basecamp for Board decision-making. Lee seconded the motion.
- Lee offered an amendment that the motion should state the document is being adopted as policy.
- Grant suggested the document should be consistent in nomenclature between the voting “period” and “window.”
- With the above changes being favorably received, the motion passed with a vote of 8 yes and 0 no.

Topic: Uptown Farmers Market Update

- Kate provided an update on preparations for the 2023 season.
- Kate made a motion that the Board approve a farmers market budget to spend not more than \$16,000 for the year. Matthew seconded.
- The motion passed with a vote of 8 yes and 0 no.
- Kate additionally outlined ways Board members can help with supporting the 2023 season and will post those needs in Basecamp as follow-up.

Topic: Treasurer’s Report

- Kate stated that a first draft budget has been created and is on track to be presented at the March meeting. Additionally, our audit is in progress, payables are being vetted against cash flow balance, and we are confident that our new financial reporting is inclusive of all transactions.
- Grant inquired about the coding of a November item and whether it should be categorized as farmers market expense, which Kate agreed to look at as follow-up.
- Matthew thanked Kate, Lee, and Key Figures for their excellent work in transitioning the treasurer work.
- Dana inquired about accessibility of sensitive financial information and Kate confirmed it is not shared publicly.

Topic: Project Management Office (PMO)/Team Reports

- Matthew stated that certain committees will need to develop team charters due to bylaw changes.
- Lee asked about updates on the electric situation with ComEd. Dan stated that we have provided all requested information and are awaiting a response.
- Matthew provided an additional update on the city grant funding: We are working on the closing process but also encountering very busy city departments.
- James will complete DE&I team reporting for next month's meeting.

Topic: General Manager Report (Q&A)

- Grant clarified, and Dan confirmed, that we do not need to wait for bank funding to spend other categories of monies.
- Steel work: are we taking this to the CTA? Since it is structural, we think we should and expect the modifications should be relatively minor in scope/cost.
- Possible hiring of marketing manager: what is the timing of hiring for other positions? Dan stated this will be closely tracked with finalizing our funding sources and has had discussions with some HR advisors to help us plan for sequencing certain key positions.
- Grant inquired about Board participation in reviewing application materials to our purchasing co-op. Dan stated he is seeking to provide us with those documents in late February.
- Regarding grant applications, the Board requested that Dan and the Funding Team continue to post draft and final materials in Basecamp.

Topic: Open Forum for Non-Agenda Items/Updates

- Regarding tax forms, Kate stated that Owners who had an Owner loan converted in 2021 or 2022 will not receive a tax form as they might have in previous years. Kate will be sending an email notice to that effect.
- Parking Lot: Matthew relayed that we recently experienced a series of parking lot graffiti. This was successfully cleaned up by Graffiti Busters. Additionally, the Uptown Special Service Area (SSA) has approved Ace Hardware to receive a mural painting.
- Sunnyside Mall: Matthew met with the 501(c)(3) that deals with the Mall and they are working on the possibility of offering sidewalk social beer sales in connection with the 2023 Uptown Farmers Market season.
- Grow Uptown: Matthew stated that the community garden on Broadway is working on forming a governance team and that he and Kate are helping them reorganize.

Topic: Owners' Forum

- No specific items were raised.

Closing

- James made a motion to adjourn the meeting. With no objections, the meeting was adjourned at 8:32pm.