

# Chicago Market Board Meeting

September 7, 2023

Minutes by: James Gignac

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## Call to Order

With a quorum identified, this meeting was called to order by Matthew Ruffi on September 7, 2023, via Zoom at 7:02pm.

## Roll Call

- Board Members in Attendance:
  - Dana McKinney
  - Donna Curtin
  - Grant Kessler
  - Howie Bollinger
  - James Gignac
  - John Law
  - Kate Grimm
  - Matthew Ruffi
  - Sonia Lewis
- Board Members Absent:
  - Anthony Todd
  - Chris Burns
- Chicago Market Staff Present
  - Dan Arnett (General Manager)
- Owners/Guests:
  - Lori Kaskowitz Kenward
  - Mary Beth Schaye
  - Sabrina Deitch

## Agenda

- [Public Agenda](#)

## Order of Business

### Meeting Intro

- Grant stated that we are now at 2,344 Owners. Matthew reported that we gained 7 new Owners from our last meeting

## Topic: Consent Agenda Items

- James made a motion to approve the consent agenda items. Matthew seconded. Without objection, the consent agenda items were approved.
  - Items were:
    - i. Approval of August 7, 2023, Meeting Minutes

## Topic: Recording of Basecamp Votes

- James read into the record the following Basecamp votes undertaken by the Board:
  - There were no Basecamp votes to read into the record.

## Topic: Treasurer's Report

- Kate stated that the year-end financial report from Eldon has been posted.
- Kate noted that just two questions have been received on the budget so far. On Chris's question about what underlies specific line item numbers, Kate stated that Board members can continue inquiring about those and she will respond. Regarding Chris's other question about Marketing budget, Grant will respond to that.
- Audit of our workers' compensation process will be done by the end of the weekend.
- Matthew asked whether we are comfortable with Eldon's ability to do actualization. Kate stated that the numbers are going in, and we can do an analysis of it for the next meeting.

## Topic: Project Management Office (PMO)/Team Reports

- Matthew inquired about volunteer recruiting for the stewardship team. Kate has been soliciting for volunteers but no response yet. Dana suggested we should identify where we need volunteers to bring up at the annual meeting. Kate will start a Basecamp document with needs that we can add to. We will also consider including a request for Owners to volunteer to support the annual meeting.
- Matthew inquired whether there is any update on a working meeting for formulating DE&I plan. Dana reported she is still working on ideas for that.

## Topic: General Manager Report (Q&A)

- Dana inquired on what is required for us to submit permit applications and the status of those tasks. Dan stated that the civil engineering site survey is done and awaiting final submittal; gas service setup needs revisions to be completed with Peoples Gas and some additional information on structural steel is also needed. Pending a little more definition on utility provisions, the drawings then need to be

stamped by the civil engineer. Dan stated these items should be resolved prior to the next Board meeting.

- Dana asked for additional information on permitting steps. Dan reported that it is mostly a StoreMasters task. John further stated that the permitting application is a detailed set of drawings showing every single set of components (HVAC, elevator, etc.) to meet code. Architect of record will actually submit the drawings. Then either the City or a contractor for the City reviews them.
- Dana asked if the Board can get line of sight on permit application checklist. Dan will request from StoreMasters.
- Donna clarified that we have a few research items to complete the drawings, then stamp the drawings, and then turn it into the Department of Buildings. Dan concurred with this summary.
- Dana asked about the CTA lease milestone of completed permitting. Matthew reported that while we will likely miss this milestone, the fee for missing it goes toward future rent, so it is more of a checkpoint than a punitive measure. Dan stated that there is neutral long-term impact but some short-term impact on cash flow. Dan has also been keeping the CTA informed so they will not be surprised at our delay on this milestone. The next milestone after this one is the start of buildout by the end of November. After that, rent payments start June 1, 2024, or the month that we open.
- John asked about material design work. Dan said that StoreMasters is taking the lead, but there will be a decision point or review period for the Board. Dan has focused StoreMasters on permits, so not much on material design at this point, but will be more in the Fall.
- Grant inquired about the architect of record and possibility of delays in reviewing. Dan stated that StoreMasters has one that they work with and should not be a cause for concern regarding delay. Dana expressed a desire for the Board to know that an architect of record has been decided upon.
- Dana additionally stated an interest in seeing a project plan checklist that has items on it with more granularity, such as selection of architect of record, submission of plans for review, etc. Grant noted that more insight into specific progress steps will also be helpful from a marketing perspective and to share with Owners as well.
- In the GM report, Dan clarified that 1(b) should read: "Our projected reserve fund establishment is now \$500,000."

## Topic: Annual Meeting Preparation

- James reported on planning status for the Annual Meeting on Sept. 24. It will be at Wilson Abbey from 2-3:30pm with info tables available for 30 mins. before and after the meeting. We have confirmed guest speaker Marty Travis. We will seek to condense the business portion of the meeting into three main speakers along with Dan. There will be an optional social gathering from 4:30-6pm at Uptown Taproom.

- Suggestion was made to use an application such as Slido or Mentimeter for attendees to submit questions. Sonia volunteered to moderate the Q&A session.
- Regarding info table stations, we could consider adding preferred shares topic to one of those. We could also add volunteering opportunities to the community partnerships/DE&I table.
- Board members are encouraged to arrive around 1pm to help with set-up. Members should bring their farmers market nametags, and Dana will have stickers for Board candidates to put on their nametags.
- Along with other ideas shared by Grant in Basecamp, Blooming Baker was suggested as a possible refreshment/treat food item at the meeting. Matthew indicated that a small budget could be available to purchase food items.

### Topic: Open Forum for Non-Agenda Items/Updates

- Dana inquired about Chris's earlier interest regarding the project timeline and digging into details on that. Dana will check into whether there is still interest in the effort, and perhaps Chris could meet with Karen, Dan, etc. to work on it.
- Matthew reported that he and Grant will be leading a roundtable at the Up & Coming conference on Saturday entitled "Food Before Open" regarding initiatives such as farmers markets.
- John shared that his wife is involved with Spins, a data company focused on wellness products. There may be possibilities to partner on data-sharing and host events.

### Topic: Owners' Forum

- Lori and her husband inquired if there are any existing co-ops that we are modeling ourselves after. Dana mentioned that Central Co-op in Seattle has many analogous traits. Dan added that there are several bits and pieces from co-op networks around the country and even some internationally that we are drawing from, but there are exciting things we are looking to do differently, such as transparency through leveraging new technologies. Grant noted the start-up co-op conferences and networks that we participate in to share learnings from across the country.
- Mary Beth shared that she likes the opportunity for Owners to ask questions during meetings, noted as part of her research into standing up a newly formed cooperative.

### Closing

- James made a motion to adjourn the meeting. With no objections, the meeting was adjourned at 8:19pm.

## Executive Session

### Topic: Nominating Committee: Review and Approve Candidate Slate

- Dana presented the slate of candidates to be nominated for the Board of Directors election. We have 6 candidates and 7 open seats, and the recommendation is to approve the entire slate.
- Dana additionally noted an adjustment to election dates. Voting will commence on Sept. 22 and conclude on Sept. 28.
- Grant noted that one of the candidates is a producer of products that could be a part of store inventory. Dan confirmed that the candidate is aware that being on the Board does not provide any special status to place inventory in the store.
- Kate inquired about previous Board discussions about balancing out staggered Board terms. Dana stated that term lengths have not been defined at this point, but all incumbent candidates have expressed a willingness to take terms of less than 3 years. The intent is that the Board can define the term portion for individual directors after the election.
- Dana suggested that all Board members should always be looking to talk to potential Board candidates, not only for possible appointment to an open seat but for purposes of improving our recruiting for regular elections. It is also possible that some individuals' hesitation about the time commitment of joining a working board could lessen as we increasingly move toward a governing board role.
- Dana moved that the Board approve the current slate of 6 candidates for the 2023 Board of Directors election. Matthew seconded. The motion passed with a vote of 9 yes and 0 no.

### Topic: UFM Management Concerns

- Kate outlined some philosophical differences and conflict that has emerged over the scope and nature of the Uptown Farmers Market market manager role, including specific instances of disagreement and working at cross-purposes.
- Kate and Matthew presented their recommendation of severing ties with the current market manager following next week's market and pursuing other options for management needs to complete the season.
- Sonia suggested adding policy about market closure decision procedures due to extreme weather into vendor contracts. Grant suggested adding similar language to our contract agreement with the market manager.
- After some additional discussion, the Board expressed its general consensus with the recommendation.

Matthew moved to adjourn. Dana seconded. Adjourned at 8:56pm.