



shared harvest

**A COMMUNITY-OWNED GROCERY STORE COMING TO ELGIN
WITH AFFORDABLE, HEALTHY, AND LOCALLY-PRODUCED FOOD.**

Martin

Agenda

Call to Order

Board Introductions

What is Shared Harvest?

Approval of 2023 Annual Meeting Minutes

Year in Review

Committee Reports: Building, Grants, Finance

Goals & Priorities

Proposed Bylaw Changes

Board Elections

Q & A



Call to Order



Our Board



Board of Directors, November 2024



Martin Nobs
President



Jen Abbey
Vice President



Gail Cohen
Treasurer



Jennifer Shroder



Rebecca LaGesse



Allison Goodman



Jeremy Hayes



Brigitte Nobs



Virginia Tilton



Frankie Garcia

What is Shared Harvest?



Martin

Not your typical grocery store

**Community-owned,
democratically
controlled**

**Focus on local,
affordable, healthy
products**

**Prioritize
supporting local
farms and
producers**

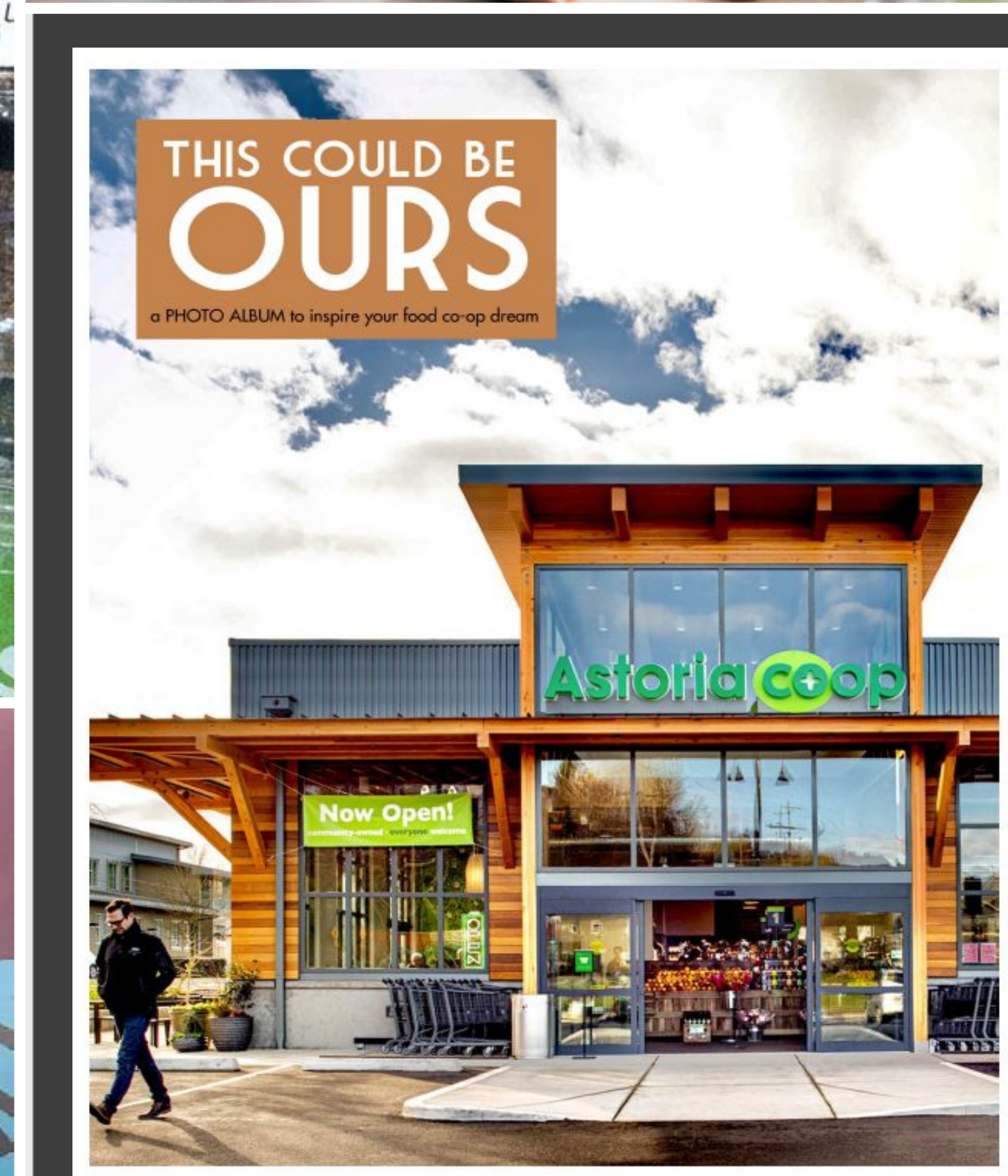
**Provide options
for purchasing less
packaging and serve
as a recycling hub**

**Keep money in
our community,
provide jobs**

**Educate community
on healthy eating
and environmental
stewardship**

**Support
farm-to-school
programs and other
charitable giving**

**Open to
the public**



View *FREE* online at
www.grocerystory.coop

Approval of 2023 Annual Meeting Minutes



Martin

Review 2023 annual meeting minutes online:



<https://bit.ly/SH2023minutes>

Shared Harvest – The Elgin Food Cooperative


Nov. 13, 2023 Annual Shareholder Meeting Minutes

Shared Harvest – The Elgin Food Cooperative Nov. 13, 2023 Annual Shareholder Meeting Minutes

- Jen Abbey called the meeting to order at 7:02 p.m. at the Meadows Community Room C at Gail Borden Public Library and live via Zoom.
- Board members present: Gail Cohen, Allison Goodman, Jeremy Hayes, Jen Abbey, Rebecca Lagesse, Martin Nobs, and Jennifer Shroder.
- Jen A. welcomed everyone to the meeting, presented the agenda and current board members.
- Rebecca presented a brief refresher on What is Shared Harvest and our purpose.
- Rebecca presented 2022 annual meeting minutes. Jen Abbey moved that we approve the minutes, and Allison Goodman seconded. Motion carried.
- Gail presented the financial report from Nov. 1, 2022 through Oct. 31, 2023 (see deck). Loans in escrow are being paid back as the former capital campaign did not result in the Spring Street location for our store.
- Jen A. kicked off the Year In Review detailing community outreach, events, tasks and education we have taken part in. C
 - Community presentation “The Future of Grocery Store Cooperatives” and invited attendees to have Shared Harvest present to groups they’re a part of.
 - We hosted a Spring Picnic in partnership with UUCE and McQueen Station Farm. It included a potluck and farm tour.
 - We were present at Elgin’s first ever Pride Parade and Festival, Juneteenth Cultural Festival, and End of Summer Bash.
 - Some board members took part in a free webinar series hosted by Food Co-op Initiative (FCI) over the summer,
 - In Sept. Shared Harvest representatives attend FCI’s annual Up & Coming conference in St Paul.
 - We are participating in monthly peer group calls through FCI with four other co-ops also in development stage 2B.
 - We are networking with elected officials at all levels to ensure awareness for future grant/funding opportunities and our media kit is being refreshed to help facilitate this.
- Allison talked about our presence at the 2023 Downtown Elgin Farmers Market. We enjoyed connecting with attendees over the course of the season, sharing vegetable temporary tattoos and being recognized for Meet Your Neighbor Day. We sold two DIY Farm to Table meal kits (Salsa kit and pizza kits) which were delicious and well received. In early October we hosted our Farm to Table Dinner which due to cold weather was held indoors at the Centre of Elgin’s Heritage Ballroom. Chef Greg Shannon of Elgin Public House worked with our wonderful farm partners to put together a fantastic event. We again partnered with Elgin Symphony Orchestra to offer discounted tickets to that evening’s show to our dinner attendees. Allison thanked all of our volunteers for helping in so many ways over the course of the past year.
- Martin presented A Look Ahead noting that our co-op organization is currently in development stage 2B, and our current task is to evaluate potential sites/update market study. He presented the board’s current priorities for the store location including being downtown (or downtown-adjacent) to promote economic development in Elgin, being walkable/bikeable/access to public transit. Online and in person discussion shared agreement that we should continue to focus on the downtown area. Martin presented our Top 3 Goals & Priorities for 2024 which include 1) Locking in a site, 2) Expanding Shareholder & Community Relationships (finding expertise in legal, finance, grants, construction, marketing to join the board or serve on a volunteer team), and 3) Growing # of Shareholders.
- Election: Jeremy introduced board nominee Virginia T. Motion to accept the board candidate came from Rebecca, Gail seconded. Motion carried.
- Carol led a Q&A session during which location priorities and goals for 2024 were reviewed. All attendees were entered into prize drawing for Equal Exchange products and five names were drawn. Jen A. will coordinate delivery for those attending online.
- Motion to adjourn from Jen A. at 8:10 p.m. and was seconded by Rebecca. Motion carried.

Move to accept minutes of 2023 annual meeting

- Motion
- Shareholders vote by raising hand

 Raise Hand



Year in Review



Rebecca

2024 Year in Review

- Shareholders have grown to **1070 households**
- **1558 total shares sold**
- Committed volunteers donated hundreds of hours
- Updated proforma and market feasibility study
- Created the Shared Harvest Advisory Council
- Hired an accountant & set up online donations



2024 Earth Summit



PADS of Elgin 5K





2024 Downtown Elgin Market





Illinois Stewardship Alliance

Setting the Table statewide listening sessions



2024 Elgin Pride



Updated Proforma and Market Study



Patrick Shabram
Market Study and Sales Forecasts



Sarah Lebherz
Business Consultant and
CFO of Common Market Co-op



www.g2gresearch.com

MARKET FEASIBILITY STUDY

SHARED HARVEST

ELGIN, IL

EVALUATION OF PROPOSED SITES

AND

SALES FORECAST ANALYSES

A Market Study Conducted by:

Patrick Shabram
Location Research Consultant

June 2024

2024 Shared Harvest Advisory Council

- **Food co-op + grocery industry professionals to advise on key decisions.**
- **Neighbors + representatives from historically underserved communities to shape product mix, help attract future neighborhood employees and assist with community outreach.**

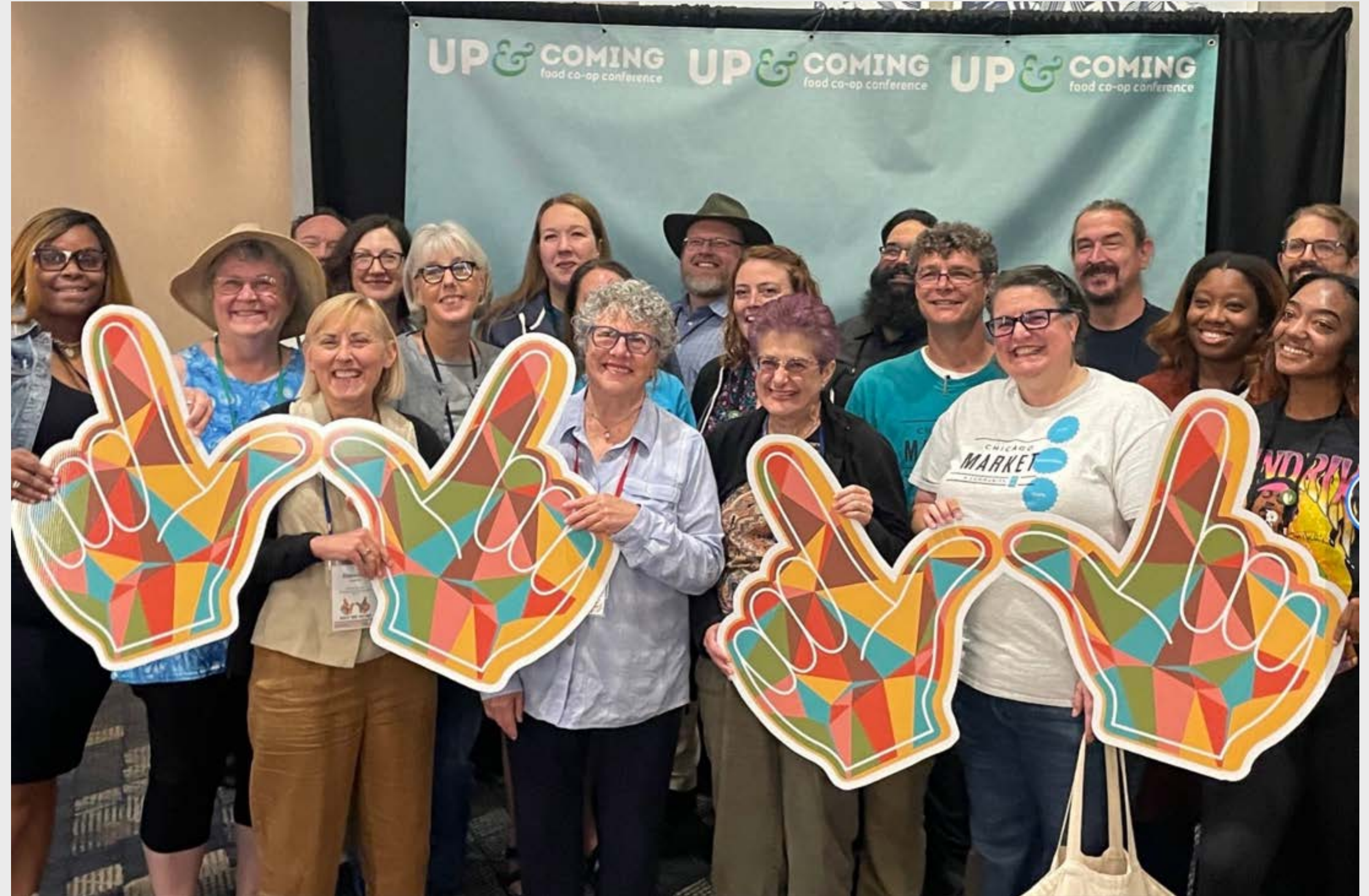
- Katie Fountain, GM, Sugar Beet Co-op, Oak Park
- Peter Waldman, GM, FoodShed Co-op, Woodstock
- George Brown — Grocery Manager at First Alternative Co-op, Corvallis, OR (former Elgin resident)
- Beth Peluse, Board Member, Prairie Food Co-op
- Andre Diez, Executive Director, Food for Greater Elgin
- Dianha Ortega-Ehreth – Executive Director, Centro de Información
- Daniela Limon, Health Educator at VNA Health Care
- Martel Armstrong – Executive Director/CEO, Housing Authority of Elgin
- Downtown Elgin residents ... and still growing



City of Elgin Climate Action and Resiliency Plan Community Work Group



Food Co-op Initiative (FCI) Up & Coming Conference for established and start up co-ops Kalamazoo, MI



Ongoing Networking

Monthly FCI Peer Group



Cedar Falls, IA



West Chester, PA



Battle Creek, MI



Kennett Square, PA

Elected Officials

- Congressman Raja Krishnamoorthi
- State Senator Cristina Castro
- State Representative Anna Moeller
- State Representative Suzanne Ness

2024 Farm to Table Dinner







Thank you!!

Dave Jurina, Jack Gallaway, Mike Rende, Kerri Liu,
Allison Goodman, Dan Norris

2024 Farmers Market: Board members & Elaine Shroder
Community Partner: Downtown Elgin Market

2024 Farm to Table Dinner: Shelly Price and Alan Scimeca,
Chef Jorge Trejo and his team.

Contributing Farms: Allison's Wonderland
Farm, Wisconsin Grassfed Beef Co-op, Tsedah Farm
Venue by Frida's Party Room & decor by Krissy Palermo.
And all of our fabulous dinner volunteers!

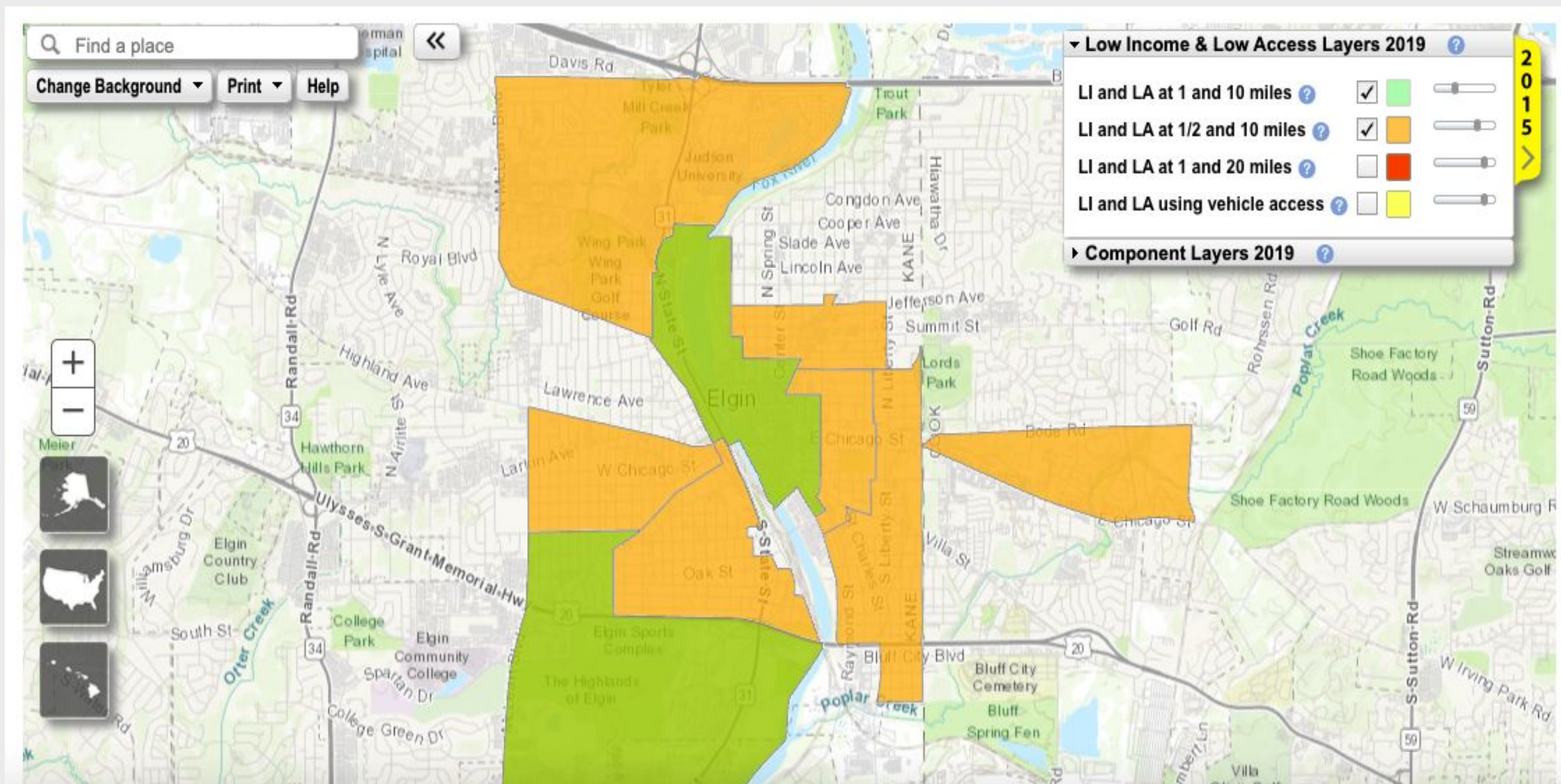


Building Committee



Jen A

2024 Site Evaluations: USDA Food Desert Map



Seeking 6000 to 9000 sq. ft. with ample parking and loading area

- The building committee reported on multiple locations that were for sale or lease in downtown Elgin in 2024. None of them met our criteria for size, parking or loading area.
- Multiple feasibility studies of city-owned parcels (completed pro bono by a professional architect) were shared.
- *Shareholders and community members who would like more information on these studies, or are interested in joining the Building Committee, are invited to reach out to arrange a meeting.*

Progress in 2024

- Preliminary conversations with the City of Elgin about city-owned sites.
- Construction estimates for a new build (Gallant Building Solutions who completed Food Shed) on one of the three most feasible sites.
- N Grove was deemed to be the least expensive; preliminary construction estimate around \$4MM for a “gray box.”
 - Initial estimates for additional improvements, equipment, pre-opening personnel, contingencies, etc. is ~\$2.5-4MM (under refinement, bids).
- Remaining open to For Sale / Lease coming on the market.
- Currently exploring a mixed-use residential partnership. Another entity would build; Shared Harvest would lease.



Grant Committee



Jen A

2024 Grant Opportunities



HFFI Planning Grant

Applied for
\$150K for community
outreach coordinator,
interim general manager,
grocery expert
consultant, market study,
proforma, architectural
pre-design fees, postage.



Rebuild Illinois Downtowns and Main Streets Grant

After discussions with
City of Elgin, Shared
Harvest did not pursue
due to matching funds
requirement and
competition with City.



HFFI Food Access & Retail Expansion Fund (FARE)

Inquiry form sent Oct 14,
may be invited to apply.
Grants up to \$100K for
planning/pre-development,
and technical assistance.
\$250K for implementation.
Loans \$500K to \$5MM may
be paired with grant.



Illinois Grocery Initiative Grant (IGI) New Stores in Food Deserts Program

Applications due 12/2,
awards \$150K to \$2.4MM.
Applicants are required to
provide 25% of total
project cost, representing a
1:3 match.

2024 Grant Opportunities



HFFI Planning Grant



HEALTHY FOOD FINANCING INITIATIVE 2024 PLANNING GRANT PROGRAM

Dear Jennifer Abbey,

Thank you for taking time to submit a strong application in response to Reinvestment Fund's Request for Applications for the Healthy Food Financing Initiative (HFFI) 2024 Planning Grant Program.

We received 194 full applications, requesting over \$24,000,000 total – more than four times the \$6,000,000 that was made available for grant awards.

We are pleased to inform you that **ELGIN FOOD COOPERATIVE** has been selected for a grant award. We can award up to **\$150,000.00** to the **SHARED HARVEST GROCERY CO-OP** project. Your award is contingent upon satisfactory receipt of all required documents, agreement to terms & conditions and ongoing reporting responsibilities, and a fully executed Grant Agreement. **Your organization must be prepared to meet the conditions in this letter and begin work on your project within 90 calendar days of the date of this letter.**

2024 Grant Opportunities



Illinois Grocery Initiative Grant (IGI) New Stores in Food Deserts Program

Applications due 12/2, awards \$150K to \$2.4MM. Applicants are required to provide 25% of total project cost, representing a 1:3 match.

Challenges

- New building cost (~\$4MM) + interior improvements, equipment, pre-opening personnel, contingencies, etc. (~\$2.5-4MM) significantly exceeds maximum grant award.
- Things are not far enough along to have city approvals by Dec 2.
- Applicants are required to provide 25% of total project cost, representing a 1:3 match.
- Timing of the grant deadline and realities of fundraising timeline and local bids are not well aligned.
- Unknown if a third round will be offered by the state.

Established Fiscal Sponsorship with CDS

CDS

Cooperative
Development **Fund of CDS**

**Registered to accept
tax-deductible donations for
its clients in all states across
the nation to help co-ops
reach their fundraising goals.**

**Currently working with
25+ U.S. co-ops including
Chicago Market, Food Shed,
Prairie Food Co-op and
Wild Onion Market.**



sharedharvest.coop/donate

Financial Report



Gail

Financial Report

- *Shareholders who would like more information on the financial report shared at the annual meeting, or who would like to join the Finance Committee, are invited to reach out to arrange a meeting.*

What are Preferred Shares?

- To be an owner/member of Shared Harvest, a person must own at least one share of **Common Stock**. Shared Harvest set the value of this stock at \$100 in 2012.
- Since 2012, state law evolved to allow co-ops to offer additional forms of shares. Now many startup co-ops use **Preferred Shares** offered at a higher price point to raise capital.
- In order to offer Preferred Shares, Shared Harvest needs to **amend its bylaws and articles of incorporation**. A proposal to do so will be voted on by shareholders this evening.

Preferred Shares Next Steps

Following bylaws amendment:

- Work with our attorney to file amendment to articles of incorporation.
- Complete prospectus outlining details of the Preferred Shares offering. Many co-ops offer Preferred Shares at \$1000 or \$2000.
- Owners purchasing Preferred Shares will retain at least one \$100 Common Share to sustain ownership benefits.
- Owners of multiple Common Shares can convert some to Preferred Shares (individual limit of owning ten total shares per IL law).

A Look Ahead



Frankie

Top 3 Goals & Priorities for 2025

1. Locking in a Downtown Site

2. Expanding Shareholder & Community Relationships

- Growing # of shareholders, networking, community outreach and education about our mission

3. Setting the Stage for Funding the Store

- Planning for a capital campaign in 2025
- Continue applying for grants



How You Can Help

- 1. Buy shares and encourage others to join our movement.**
Consider purchasing Preferred Shares or Common Shares as gifts.
- 2. Volunteer on a committee.** Share your skills and your network to contribute to Marketing & Outreach, Finance, Building, Membership.
Reach out to info@sharedharvest.coop
- 3. Consider a financial loan**
now or in the future.
- 4. Share** our social media content; talk to your neighbors about our co-op.
- 5. Be patient and positive!**



Proposed Bylaws Changes



Jen A

Full proposed bylaws changes:



<https://bit.ly/SHbylawsproposal>

Discussion Item: Quorum

Current bylaws require 50 shareholders to constitute a quorum at business meetings.

The board's opinion and experience shows that getting to 50 is challenging.

The proposal changes our quorum requirement to 35 owners or 5% of all owners, whichever is less.

The proposed quorum matches Lombard's Prairie Food Co-op, another start-up co-op in Illinois with 1948 owners.

Discussion Item: Issuance of Preferred Shares

In order to offer Preferred Shares as a tool to raise capital, we must amend of our State of Illinois articles of incorporation.

Under current bylaws, such an amendment requires an affirmative vote of $2/3$ of *all existing shareholders*.

The $2/3$ requirement made sense when the co-op was small, but with 1500+ shares sold it's now unrealistic.

The proposal permits approval for an amendment to articles of incorporation with an “affirmative vote of two thirds ($2/3$) of the shareholders present and voting at a duly held meeting at which a quorum is present.”

Additional Discussion / Questions on Bylaws Proposal

Move to accept proposed bylaws changes

- Motion
- Shareholders vote by raising hand

 Raise Hand



Shared Harvest Board of Directors Elections



Jeremy

Thank you to our outgoing board members



Brigitte Nobs



Jennifer Shroder

Board candidate: Martin Nobs



Martin currently serves as board president and represents Shared Harvest in the city's Climate Action and Resiliency Plan Community Work Group. He is a long time Elgin resident and he and his wife, Brigitte, have been advocates for our co-op since its founding. They have both made a tremendous effort to move Shared Harvest closer to realizing our vision. Martin also serves on the board of directors for the Elgin Symphony Orchestra and is a strong believer in connecting all of the dots in Elgin.

Martin was elected to the board in Oct. 2018 and is running for election for a third three-year term.

Board candidate: Frankie Garcia

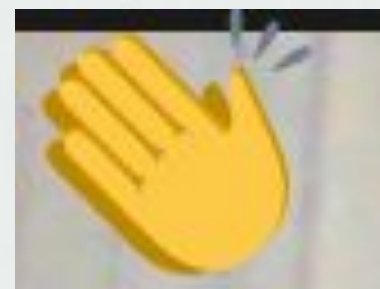


Frankie serves on Elgin's Sustainability Commission and is the proprietor of Chicago St. Sunflower Co., a sustainable urban farm in Elgin specializing in market garden produce, cut flowers, and natural products. He brings experience and passion for the environment and socioeconomic issues to our board. His vision for Shared Harvest includes a future where our local economy benefits from the contributions of minority- and women-owned small scale producers, keeping dollars circulating in our community to support our collective future.

Frankie was appointed to the board in Nov. 2023 and is running for election to a three-year term.

Move to name candidates to the Shared Harvest Board of Directors

- Motion to vote in the candidates
- Shareholders vote by Acclamation



**Congratulations
and
welcome to our new
board members**



Our Thank You for Being Here

FRONTIER[®]
CO-OP
MEMBER OWNED SINCE 1976

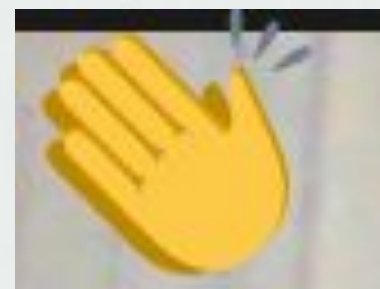
Blue Q

shared  harvest

Carol

Move to adjourn

- Motion to adjourn
- Shareholders vote by show of hands



Q & A



Carol

Thank You

www.sharedharvest.coop

info@sharedharvest.coop



Carol