

Item D1

PFC Board of Directors Meeting Minutes – July 16, 2013

Location: /sh/aut at Braun Court

Attendance

Board Members: Gaia Kile (president), Rebecca Kanner (vice president), Keegan Rodgers (secretary), Leah Hagamen, Ann Sprunger, Cynthia Shih (arriving at 6:34)

Absent: Matt Graff (treasurer)

Lesley Perkins, General Manager
Susan Landauer, Human Resources Manager
Rusty Brach, Finance Manager

Patti Smith, Board Assistant, recording minutes

Call to order – at 6:15 pm by Gaia Kile.

Agenda Review – Rebecca requested that we add some time to discuss the status of the committee charters.

Member Comments— Anna Gagern from the Elder Task Force came to the meeting to discuss how their group can help the co-op. The group is discussing the possibility of putting on a block party for the co-op this fall.

Announcements, Info-Sharing, Future Scanning – Leah suggested having an outreach table at the Townie Party next year. Gaia announced that Matt will do *Board Notes* for next issue. Rebecca is meeting with the chair of the Washtenaw County Board of Commissioners, Paul Tinkerhess (owner of Fourth Avenue Birkenstocks) and other city staff to discuss parking situation in the lot across from the co-op.

Consent Agenda — On the Consent Agenda were minutes from the Linkage Committee minutes (with correction of the spelling of Lesley's name) and the minutes from the June 2013 board meeting. Rebecca moved that the Consent Agenda be approved, Keegan seconded and the motion passed 5-0.

Committee Charters – Rebecca announced that the charter for the Member/Community Linkage Committee had only a minor change to require a minimum of *two* members from the Board (instead of a minimum of three). Rebecca moved to accept the charter with the changes, Keegan seconded and the motion carried 5-0.

G.6 Annual Agenda Cycle – Board members reviewed Matt's synthesis which called for correcting a typographical error and adding G.6.2. in front of the last sentence. Keegan moved to accept the report with the changes called for therein and Rebecca seconded and the motion carried 5-0.

(At 6:34, Cynthia arrived and is included in future votes).

L.5 Emergency GM Chain of Command – Lesley reviewed her report indicating that the only major change was to put Lori Crall as the first alternate and Kevin Sharp as the second alternate (it had been the other way around). Keegan moved to approve the

changes made by Lesley and Leah seconded. During the time for discussion, Rebecca stressed how important this policy is, particularly regarding communication. The motion passed 5-0-1 with Cynthia abstaining.

GM Report – Lesley read over her report, adding how successful the inventory was and how impressed with the staff she was. She found it very helpful for her to work with our products and with the staff. Based on her experiences, she is going to add an element to cashier training wherein the cashiers spend an hour or so stocking shelves to better learn the merchandise.

Staff Ends-- Keegan submitted the language and opened the floor for questions. A lively discussion ensued which included the following points:

- Desire to keep the language in the policy positive and not adding to the limitation section
- Concerns about the use of the word “will” in the part that says the staff will reflect the diversity of the broader community. This will be a difficult goal to achieve quickly and we may be setting ourselves up to be out of compliance.
- The word “will” is assertive and forthright
- If we keep the word “will” and are not in compliance, this is also a useful form of review
- How will the GM show that she is complying with the policy that requires her to ensure the staff reflects diversity
- Could be possible legal ramifications with ends policies that require diversity
- Perhaps change the word to “strive” or other word

Rebecca and Keegan agreed to meet to try to draft up a policy that was mutually agreeable.

Strategic Discussion – Gaia shared that he has some ideas on how to conduct strategic discussions around our ends statements. He intends to work with Lesley to align them. (e.g.: he would like to have a conversation about E.2 to discuss what it means and if should it be changed)

Check in with Lesley – CDS recommends periodic check-ins with new GMs. Rather than discuss co-op issues, the Board is to discuss “Lesley issues”. To that end, Lesley discussed the joys, challenges and unexpected pleasant surprises of her new role.

Development Committee/Diversity – Keegan and Patti met to discuss upcoming retreat. The proposal is to break the retreat into four quarterly meetings focusing on the following topics: leadership, team building, diversity, expansion. Keegan proposed that the Board go to and the co-op pay for tickets to the Race: Are We So Different? exhibit at the UM Natural History museum, Cynthia seconded. The motion passed 5-0.

Rebate Task Force –This month, Rusty will send postcards to people who did not cash their rebate checks three years ago. This is being done pursuant to the unclaimed rebate law. Information will be posted on the website and in the store. Rusty proposed a \$5.00 cut off for a rebate check; if the rebate is less than \$5.00 then it will be delivered in a manner to be determined. An informal vote showed that all board members present supported this plan.

Expanded Board Outreach/Coffee with the Board—Postponed until next month by mutual decision. Cynthia agreed to let the PFC have a co-op table at her concerts at the Ark.

Cynthia's Replacement – Sadly, Cynthia's schedule will preclude her from being on the Board. She feels that it would be best for the co-op if she resigned and was replaced by someone who could attend meetings in person. She would still like to be involved at the committee level. Cynthia said that she would submit her resignation in writing. She will attend next month's meeting. Gaia and Keegan will both get in touch with some of their contacts to see if anyone is interested. The nominating committee (Ann, Leah and Patti) will take on the task of vetting interested parties.

Looking Ahead –

Task List Review -- Leslie will prepare a report on L.4.9, Rebecca and Keegan will discuss the ends issue, Rebecca will synthesize G. 13 and G. 14 with the idea of combining them, Keegan will do G. 12 and Gaia will do G.11. Patti will send updates of G.6.2 to the website administrator.

Future Meetings – Next meeting is August 20th.

Attendance – Matt was not present.

Meeting Evaluation –

- Liked conversation that we had
- Enjoyed hearing Lesley's vision for the co-op and what she plans to do
- Enjoyed hearing details from Rusty and Lesley regarding their thoughts on staff ends
- More aggressive moderating may help to keep us from going over time
- May discuss changing to different meeting time to avoid getting here right at the start of the meeting
- Staff ends conversation was very productive
- Liked that we had a good discussion on a number of issues
- Might be helpful to presume that we have read all of the attachments so we don't have to read them point by point and can just pick out a few highlights
- Lesley continues to impress with openness and enthusiasm
- Willing to give more time to items so that they get resolved
- Wished we would have done ice breaker
- Enjoyed Lesley's passionate statements regarding future of the co-op
- Staff ends discussion very fruitful
- Might want to come better prepared to discuss staff ends issues
- Liked thoughtful discussion of staff ends and glad that we moved diversity discussion ahead rather than rushing through it

Adjournment: Gaia adjourned the meeting at 8:28.

Respectfully submitted, Keegan Rodgers, Board Secretary