

PFC Board of Directors Meeting Minutes – June 18, 2014

Location: /sh/aut at Braun Court

Attendance

Board Members: Gaia Kile (president), Vanessa Marr (vice-president), Rebecca Kanner (secretary), Keegan Rodgers, Matt Graff (treasurer), Leah Hagamen, Ann Sprunger,.

Lesley Perkins, General Manager  
Rusty Brach, Finance Manager  
Patti Smith, Board Administrator, taking minutes

Adam Conner, member-owner, rCredits  
Jim Bates, member-owner, rCredits

Call to order – at 6:00 pm by Gaia Kile, president.

Agenda Review – There was a request to add some time to discuss the CCMA conference report; this will be added to the “info-sharing, future scanning” item.

Member Comments — There were no member-owners present (other than those representing rCredits).

Announcements, Info-Sharing, Future Scanning -- Matthew announced that he will be out of town for the July meeting. Ann was at the Mayor’s Green Fair at the co-op’s booth and made some good connections with community members. Lesley will make up a script for volunteers to use to facilitate engagement while volunteering at events. This Saturday, there is a meeting of people from different co-ops. The intent is to discuss the possibility of a statewide co-op organization. Vanessa volunteered at the table at the African American Festival.

Rebecca, Lesley, and Keegan each gave a report on the CCMA conference. Rebecca also provided a short written report.

Consent Agenda —The minutes from the May meeting, the minutes from the Annual Meeting, and the minutes from the Executive Session were on the Consent Agenda. Rebecca moved to accept, Ann seconded and the motion carried 7-0. Keegan noted that there was some dissatisfaction about the Annual Meeting noted in both our minutes and the Elders’ minutes.

GM Report – Lesley read over her report. She passed around a snapshot look at financials of the week ending June 15. The new GM report format was appreciated by Board members.

Matt stressed that we need to have a financials report in each monthly board packet. Lesley will get the financial report directly to Patti for inclusion in the board packet.

There was concern about the layout form of the financial report. Lesley and Rusty are meeting tomorrow to discuss the format recommended by Matthew.

Rebecca asked about the new POS system. Lesley said that it is working well and the “hiccups” that are being experienced are things that we anticipated.

rCredit Discussion -- Lesley introduced the rCredit program, saying that she would like the co-op to get on board with this early. Rusty is also involved, as this will eventually have to be integrated into the POS system.

Adam explained that rCredits is a local currency program that is getting started in Ann Arbor. It is only in one other city and they are hoping to bring it to Ann Arbor. When you sign up, you get a card and scan it on a Smart phone that is at the register; money is transferred from your account to the co-op’s account. As an incentive, every transaction gives a 10% rebate to the buyer and a 10% bonus to the company (this does get phased out eventually).

Jim explained it as exchanging community currency in a way that community members are valued. It is meant to be an intentional community.

GM Financial and Management Plans – Lesley asked managers to read over her review and tell her what is missing from her communication efforts. One of the concerns was that some people feel out of the loop of communications. Lesley has taken steps to increase communications between her and the other managers.

Rusty and Lesley are meeting with Christina tomorrow to figure out how to handle the reports. Lesley is going to put forward her vision for the co-op as soon as she is able.

Some clarifications surrounding the evaluation were made; specifically, regarding what outside resources Lesley could/should use. Board members are looking for a business plan, to say where we are going and how to turn the numbers around—and with the opinion of a co-op expert to back up these ideas.

It was pointed out that Lesley has not been here as long as the interim GM was in place; we should make sure we are not jumping the gun on expectations.

Gaia clarified that the expectations of the business plan would include specific financial objectives, plan to turn the finances around, the steps necessary to do that, what happens if we don’t follow the steps/objectives. It is not a punitive measure.

The Board is looking for a plan and a way to check back at the end of the month to see what worked and what didn't.

There was a discussion about what would be reasonable within the next month—such as an outline of X number of steps to get finances back on track. Lesley said that she would construct the beginning of a document that outlines her vision going forward. She will connect the management side and the financial side in this document.

Principle 6 Co-Ops Helping Co-Ops – Keegan suggested that we invite folks involved in new and forming co-ops to accompany us to things like CCMA, and perhaps offset their cost. We should make an effort to better share our 40+ years of experience to help others in the co-op community.

Vanessa is on the board of other co-ops and does share information; however, we should make an effort to share more information either over email or otherwise.

Rebecca shared that we have supported (financially and otherwise) some other co-ops. Matt thanked Gaia for keeping us informed on ways to get involved with other cooperative efforts. Gaia suggested going out and taking tours of other co-ops to learn from them, as well.

#### Committee Assignments

DEVELOPMENT: Keegan (chair), Patti, Vanessa

LINKAGE: Vanessa (chair), Keegan, Leah, Larry Horvath

NOMINATIONS: Ann (chair), Leah, Patti

FINANCE: Matt (Chair), Rebecca Paris Morse, Rusty

GM EVALULATION: Matt, Gaia (Chair), Ann

KING task force: Leah (Chair), Rebecca, Cathy King, Judith Cawhorn, Kenny King, Linda Diane Feldt

Sign Up to Synthesize Board Policies & Coffee with the Board – Patti passed around sign-up sheets.

Coffee with the Board is not working like we want it to. There was discussion as to whether we should hold off on scheduling these until the next Member Linkage committee meets. They can decide on another outreach method, keep Coffee with the Board, or some combination.

Keegan moved that we put Coffee with the Board on hold, Matthew seconded and it passed 5-0-2, with Rebecca and Gaia abstaining.

Ann suggested that we set up some sort of email reminder system to members to go to community events (Homegrown, Green Fair, etc.).

#### Looking Ahead --

##### Plan Retreat

L.5 Emergency GM Succession

G.6 Annual Agenda Cycle

GM Evaluation Process Revisions

Approve Committee Charters

EBITDAR report

Clean up your policies as you synthesize, agenda item to discuss/vote on

Task List Review – Lesley will begin to construct her financial/management plan for the next meeting, Lesley/Rusty will get financial reports to Patti for inclusion in the packet, Patti will find the committee charters and send them out for review for the next meeting, the Development Committee will meet to discuss the retreat, each committee chair will write a paragraph about his/her committee for inclusion in Board Notes (please email to Lesley).

Future Meetings – The next meeting is on July 16.

Attendance – No issues. Rebecca cannot be at the next meeting

#### Meeting Evaluation –

- Room was too hot
- Packets were nice and easy to get out
- Nice meeting, felt connected
- Felt like they constrained themselves
- Felt like it was a manageable agenda
- Appreciated the discussion about financial/management plans
- We do conflict well—we don't shy away from it but don't get personal or bruise one another's egos
- If his facilitation starts to wander, please feel free to speak up
- Engaging meeting
- Did good job of navigating through the agenda, glad we clarified things from the GM Evaluation

Adjournment -- Gaia adjourned the meeting at 7:55.

Respectfully submitted,

Rebecca Kanner, Board Secretary