

PFC Board of Directors Meeting Minutes – October 16, 2013

Location: /sh/aut at Braun Court

Attendance

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

Lesley Perkins, General Manager
Rusty Brach, Finance Manager

Patti Smith, Board Assistant, recording minutes

John Roundtree, member of the Co-Op Elders

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

Agenda Review – None

Member Comments— The Board welcomed John Roundtree.

Announcements, Info-Sharing, Future Scanning – Today is national credit union day. NASCO Institute coming up November 1, 2 and 3. A staff member of the co-op will be attending. Rebecca and Keegan met yesterday to talk about Staff Ends and will bring something to the November meeting. Our dairy buyer, Dan Price, passed away.

Consent Agenda— The September meeting minutes and the report for M.4 Monitoring the GM are on the consent agenda for this month. Rebecca moved to accept, Keegan seconded and the motion passed 7-0.

G.7 Board Meetings – Rebecca read over the proposed changes for the policy. Rebecca moved to make the changes regarding the typo found in G.7.1 and the last sentence of G.7.5. (materials for the meeting packed should be delivered to the Board administrator and/or Board President by the morning one week before the meeting) as she proposed in the report, Ann seconded and the motion carried 7-0. Keegan moved to approve the report, Matt seconded and the motion carried 7-0.

GM Report— Lesley said that October 2012 appears to be when the change in sales happened. We did have a small increase that reflects sales on the grocery side. Lesley read over her report, highlighting plans for the website, new planting, the new “Great Ideas” forms, rebate process seems to be going well, health care issues and the new Grab’n’Go cooler. We are still waiting for dates on the install of the new hot/cold bar.

Until the weather changes for good, we will be having a tent outside the store with items for sale.

There were a few staff changes—one was moving out of town, one transferred from bakery to kitchen and one person did not wish to work the night schedule.

L.9 Gifts to the Co-Op – The gifts were people donating their rebates. A manager in the grocery department won a bicycle which she donated to the co-op. The bike was then given away at member appreciation day. A discussion about whether L.9 can be streamlined ensued. Rebecca suggested that Lesley talk to Joel from CDS to see if the policy can be streamlined.

Draft Budget/Finance Committee – Matt reviewed the budget and what was included/not included in it. Matt asked that Board members email him any items that should be included in this plan. He will give the information to Rusty and he and Lesley will make a decision to move to Governance (or keep in Operations). Governance costs in terms of sales is less than 2/3 of 1%. (No full audit or search committee costs this time). The Board discussed adding the cost of room rental to the budget, which Matt will add. He will also add ballot/election costs.

Rebecca moved to approve the budget, Gaia seconded and the motion passed 7-0.

Rebecca moved to give a thank you card and a \$50 gift certificate to St. Andrew's to thank them for hosting us, Gaia seconded and the motion carried 7-0.

Retreat Outcomes – Gaia wanted to have a discussion to gauge Board's expectations for the retreat. Expansion is the main theme of the retreat. Formal decisions about expansion had been put on hold because of the GM search.

Board thoughts:

- Lay out a plan as to how we are going to make the decision regarding expansion (plan of the expansion plan)
- Make sure that we take on plans that are achievable and sustainable so the plan of the plan is important
- Figure out the first steps before anything else
- What does expansion mean to folks? Another location, taking concept of co-op and providing healthy food to areas who don't get it (i.e. bus/cart that provides access to food). Think about your definition of expansion prior to the retreat.

Proposed Changes to G.11 – Gaia reviewed the history of G.11 and his concerns over the time allotted to gather signatures. At some point, G.12 may be combined into G.11 but not in this proposal.

Board thoughts:

- 75 days is too long to have someone petitioning in front of the store; 60 days seems more reasonable yet still a bit long
- Why does it say "boycotts" at the beginning when that is in G.12?
- G.10 would have to be changed to say "conclude no later than November"
- Three changes needed for one member to support – change first line to say referendum (singular), 45 days instead of 75 days, "need to conclude no later than November"
- Take out the sentences about boycotts in the introductory paragraph
- Add language in 11.5 to restate the 10% of membership
- Grammatical change to 11.3

- Some concerns expressed about line in 11.3 “reflecting spirit and intent” and the line was changed to address this concern.
- Would prefer 60 days instead of 45

Gaia will incorporate the changes and the matter will be further discussed and voted on next month.

Check In with the GM

Gaia presented three questions to Lesley:

- What challenges and surprises have come up for you in your new position?
 - One surprise has been the amount of waste generated. For example, three different people have been ordering the same thing.
 - A surprise has been managers who make excuses for employees who are not willing or able to perform their job (i.e. poor customer service). It is up to the manager to bring the person along or find another place for them.
 - Biggest challenge is some people who are very set in their ways and resist reorganization or change.
- How are you dealing with them?
 - Lesley is looking at ways to consolidate purchasing amongst departments.
- How’s it going with building all your new relationships on behalf of the co-op?
 - Relationships with staff—thinks it is going well
 - Relationships with members—right now, feels it is superficial because she is just meeting people in the aisles
 - Outreach relationship—has been leaving that up to Kevin. The plan is for Lesley to venture into areas we haven’t really been in before, like the Chamber of Commerce.

Rebecca commented that she feels the Lesley communicates very well with the Board and that Lesley responds very well to questions. Rebecca suggested that Lesley trust that Board members read her reports and only highlight a few things in her monthly report and leave the rest of the time for questions.

Looking Ahead -- Lesley will be doing reports on L.3 and L.4.9, Staff Ends (Rebecca and Keegan),

Task List Review— Patti - G.7 changes to Rusty, minutes to Rusty, committee info to Vanessa; Patti & Keegan - talk re: filing/signing of minutes; Lesley - can L9 be streamlined?; Rebecca & Keegan - bring Staff Ends report to Nov meeting; Lesley - L3 and L4.9 to next meeting; GM Eval Committee needs to meet as its final decision on evaluation is due for Nov meeting; Gaia - G.11 proposed changes; Rebecca - set up

carpooling for Kalamazoo; Coffee with the Board is November 13th; ALL - look at the book re: expansion that is found in the Board area in the basement

Future Meetings – November 20 is the next meeting and Planning Retreat is November 16

Attendance – No issues.

Meeting Evaluation –

- Liked discussion on G.11, very productive
- Great conversation, nice we can handle disagreements constructively
- Feel better now than when I came in
- Enjoyed and appreciated the check in with Lesley
- Glad we got to discuss retreat outcomes
- Thanked John for coming to the meeting
- Gaia was glad that he delegated the G.11 part of the meeting to Keegan
- Maybe we need a miscellaneous time buffer at the end of the meeting

Adjournment: Gaia adjourned the meeting at 8:22.

Respectfully submitted, Keegan Rodgers, Board Secretary