

People's Food Co-op Board of Directors Meeting

Wednesday, March 21st at 6:30pm, St. Andrew's Church, Division Street

Item Title

Agenda Review

Member Comments

Announcements/Future Scanning/President's Report

Consent Agenda: Minutes from February

Executive Summary

L.6 Report

Treasurer's Report Financial Condition and Activities

BREAK

Linkage Report, Finalize Elections and Annual Meeting

Policy Reboot

GM Transition

Task List Review/Future Meeting Date

Meeting Evaluation

Board of Directors Meeting Minutes – March 21, 2018

Location: St. Andrew's Church, Division Street

Attendance

Board Members: Ann Sprunger (president), Bruce Curtis (treasurer), Leah Hagamen (secretary), Gaia Kile (board member), Jaime Magiera (vice-president), Steve Rich (board member), Persephone Hernandez-Vogt

Also attending:

Angie Voiles, Grocery Manager and GM-Elect

Luke Schell, Consultant

Christine Laing, Finance Manager

Emma Wenz, Member-Owner

Call to order – Jaime called the meeting to order at 6:30pm.

Agenda Review – None. Jaime added L.6 report to the Consent Agenda.

Member Comments – None.

Announcements, Info-Sharing, Future Scanning, President's Remarks – Emma introduced herself as a potential appointment to the board. She introduced herself and explained her professional background. Jaime invited her to come to the meeting.

Ann spoke of the CBLD board member training and encouraged others to go. At the Co-Op Café, some of our board members talked to board members from the Kalamazoo co-op about a possible a trip out there. The Kalamazoo co-op has an anti-racist policy that they are willing to share.

Steve talked about the upcoming FoolMoon on April 6<sup>th</sup>; his group may be able to light up the outside of the co-op! Angie said that since this is also a First Friday, the co-op will fill Sculpture Plaza and other areas with LED lit balloons with our logo.

Consent Agenda – The February minutes and the L.6 report were on the Consent Agenda. Ann moved and Gaia seconded to accept the Consent Agenda and the motion passed unanimously.

Executive Summary/ GM Report – Luke highlighted the report and said that the uses budget referenced in the report was almost finalized; he is waiting for a final bid for the sandwich station. The plan is to still have coffee available along with the sandwich station. They had wanted to have a rotisserie chicken station but that proved to be cost prohibitive. Luke said that the current estimated design cost is around \$75,000 but he is still waiting for one more bid to come in. There will be a plan by the end of March that will need to be approved by the board.

The setup will be similar to what we have now. Customers will be able to get coffee at register and then have sandwich station, a self-serve bakery case, and a place to get drinks and salads.

When asked how this will increase customer traffic above what we already get with the salad/hot bar, Angie and Luke said that this brand new concept will appeal to new people at both lunch and dinner time as one will be able to get a meal for under \$10, with little or no wait. The area will likely be under construction for about two weeks

Angie reported that leadership teams are meeting weekly and these meetings have proven to be very productive. The managers have identified key action items (from store cleanliness to getting bids on new sign), focusing on small projects internal to the store, as well as focusing on building teamwork.

Treasurer's Report and Financial Conditions – Bruce reported on a slight change in financial reports. Since we only do inventory every quarter, we don't have accurate info for the inventory every month and those financial statements could be slightly off. Going forward, the board will receive quarterly profit and loss statements that reflect actual inventory. Monthly sales reports and labor and expense reports from the

management will continue to be provided. Angie explained that this change is in keeping with her model of being completely transparent and completely truthful—this way we will get completely accurate reports based on actual inventory.

Gaia asked whether this reporting timeline matches with what policy says. While management can make the change to the reporting, if the board feels it does not align with policies, then the board will have to bring the matter back up

Angie indicated that the earnings and margin elements will be taken out for next month; if that does not conform to policies then Angie will put it back in.

Bruce reported that the financial review by Wegner is in motion; next year will be an audit. Some of the things that the Finance Committee is looking at is the membership structure and discount structure. Angie reported that we discount much more than the average co-op and the committee will be looking at what other co-ops are doing regarding these issues. Concrete ideas will be discussed at the next Finance Committee meeting. One idea that was suggested was that the discount for member-owners could be used once per month but the individual member-owner would get to pick what day he or she would use it.

There were no other questions about the reports.

Linkage Report, Finalize Elections, Annual Meeting— Jaime reported for the Linkage Committee. The Meet the Candidates will be on April 4 from 6:30 to 8:00 in the café. Nominations Committee will send an email to the candidates to confirm their attendance.

Jaime reminded everyone that the annual meeting is on April 26 at Kerrytown Concert House starting at 6:30. It will resemble last year's meeting in that it will have displays posted; Angie will handle these arrangements. If committees want to have posters, please have them ready by the Friday before the meeting for approval. Bruce reported on the agenda for the annual meeting. Jaime and Angie are working on getting an emcee for the event. An outline of the meeting was given. Promotion ideas were discussed.

There was a brief discussion about evoting and paper ballots and the concern that someone could vote twice using both methods. The idea that was suggested—having someone hand enter the paper ballots into the voting platform—was rejected because it would breach confidentiality. Another idea was to have a spreadsheet with lists of member numbers (not names) of those who voted.

Board Policies/Reboot – Leah, Persephone and Gaia met and have begun the process of making recommendations for changes to policies. There ensued a brief discussion about the need for the Finance Committee to review some proposed changes. Gaia mentioned

that in the course of review, he realized that nowhere are the responsibilities of member-owners stated. He opined that maybe we need “O” policies for owners. The team will aim to have their proposals completed by May.

The GM, Linkage Committee, and Ken will be meeting every month. The matter of the policies being updated on the website will be discussed as will the handling of social media accounts.

GM Transition – Bruce moved and Steve seconded to formally offer the GM job to Angie. The board approved unanimously.

Item J1 proposed ongoing support for Angie. This item will be discussed further in Executive Session.

Looking Ahead & Task List -- The reboot team will submit proposals to the rest of the board, Bruce will get the treasurer’s report together, Nominations Committee will set up the Meet the Candidates night and will arrange ballot counting, Leah will get the King Committee’s poster prepared for the annual meeting, Linkage will send a list to Angie of things needed for the annual meeting and Meet the Candidates night.

Future Meetings— There was a discussion about whether the April meeting should be a work session or official meeting. Ann suggested having a short meeting in April where issues are voted upon and then have a longer work session after. Ann suggested that the board have an annual plan stating what goals will be accomplished in the coming year and what is reviewed/done every year. For next month, the L.1 report is due. The new board member orientation must also be scheduled.

Meeting Evaluation—

- Welcome the zippiness of the meeting
- Appreciated the energy of the meeting
- Thanked Jaime for running the meeting and handling things this month
- Good meeting, efficient
- Surprised that the packet wasn’t as big as last month’s packet was
- Felt good about the positive comments from Jade at the Co-op Café
- Great facilitation, thanked Jaime for keeping the group focused and on task
- Enjoyed the Executive Summary
- Good to find a balance between things that need to be discussed on the agenda and things that can be discussed offline; hopes no one felt cut off or like there was not enough time for discussion

Executive Session – Steve moved to go into Executive Session to discuss personnel matters, Ann seconded, and the motion passed unanimously.

Adjournment – Jaime adjourned the board meeting at 8:11.

Respectfully submitted,

Leah Hagamen, Board Secretary