May 20, 2026 BOD Minutes

Board Attendance: Susan Randall, Bobbi Coluni, Dan Gannon, Betsy Williams, Kelly Finnigan, Jaime Magiera, Jane Dixon, Kate Krauss

Staff Attendance: Clay Briegel, Kelly Williamson

President Susan Randall called the meeting to order at 6:04 p.m. at the Ann Arbor Downtown Public Library, Community Room 1.

	Mission *The People's Food Co-op of Ann Arbor provides our community with accessible, sustainable, local food and household products as an economically just, member-owned business.*				
	Board of Directors Meeting Agenda				
	Wednesday, May 20, 2026, 6:00pm - 7:45 pm - Ann Arbor Downtown Library, Community Room 1				
Item	Item Title	POLICY	WHO ?	ACTION	MAT'LS
A	Agenda Review	G.4.1d/G. 7.4	Board	Alignment	A1
B	Member Comments (10 minute maximum)	G.9	Attendees	Listen	None
C	Consent Agenda: March Minutes; Absences; Bd Exec Comm Min; GM Evaluation Committee minutes; Facility Future Committee Minutes;	G.7.7, By-laws 6.2	Board	Approve	C1, C2, C3, C4
D	Appointment of Bobbi Coluni to open board seat - 1 yr. term	By-law 5.9	Board	Motion	D1, D2
E	President's Report/Announcements/Future Scanning		All	Info share	E1, E2, E3
F	Code of Conduct for Board members	G3	All	Sign/date	F1
G	Election of officers	By-law 8.1	All	voting	
H	GM's Report	G.2.2, M.4	GM	Q/A	H1, H2
I	Financial Reporting - 1st quarter 2026	G.2.2, M.4	GM, Treasurer	Q/A, motion to Accept	I1
J	GM Monitoring: Financial Condition and Activities	L.5	GM	motion to Accept	J1
K	Financial Review 2025 - Wegner CPA	By-law	Jane -	motion to	K1

Approved by Board - June 17, 2026

		11.2	Treasurer	Accept	
L	Annual Meeting April 16 - minutes; member written comments on facility; event debrief	By-law IV.1	All	Review; motion on minutes	L1, L2
M	GM Evaluation Charter - revised per policy	G5.8, M4	Kate	Motion to approve	M1
N	Facility Future update		Kelly F.	set Date/Time for Board Executive Session	
O	Task List Review/Regular Meeting Date - June 17, 2026	Board	Kelly W.		
P	Adjournment	Board	Board	Adjourn	

A. As this meeting convenes the new Board year, President Randall asked each member to introduce themselves noting their number of years with the PFC.

B. No members present for comment.

C. Consent Agenda**. Jaime moved to accept the consent agenda, Kate seconded. Agenda approved unanimously.**

D. Board Appointment**. Kate Krauss moved to appoint Bobbi Coluni to the Board of Directors, filling the open seat with one year remaining. Jane Dixon seconded.** Discussion suggested by Jaime: noting that the Board follows the policy governance model. No further discussion. **The motion carried unanimously.**

E. Announcements/Future Scanning. Kate announced that the Shipt ladder up grant has been awarded and Kate and Dan have been anchoring learning sessions, along with substituting from Susan when needed. Kate wants to know if it's okay for the Shipt team to capture video footage of the store when they come in June for a check presentation ($5,000 upon successful completion of grant). It will most likely be June 4th either 9-11 or 3-5 and Kate will communicate with Clay about details.

   Kelly Williamson announced that she is resigning from the Board Administrative Assistant position, effective in one week. She expressed appreciation for the experience but stated other responsibilities made it necessary for her to step back from this position. Clay announced that he will be posting the position in the next week.

   Jane announced that someone from the Ross School of Business and the Ross Summer business academy reached out about a collaboration with the co-op. Would require board a member to be present during the 1.5 hr meetings. **Jaime moves to accept the**

invitation, Kate seconds. Betsy and Bobbi volunteer to be present together with Clay for the meetings. Jane will communicate with the 3 of them with details. **Motion carries unanimously.**

Jaime invited members to a podcast called Cultivating Place and a book titled Tiny Gardens Everywhere.

F. Code of Conduct. This document includes a statement disclosing any conflicts of interest, and is to be completed/signed by all Board members annually. All were signed and submitted.

G. Election of officers. President Susan displayed a slide of individuals who have agreed to have their name placed in nomination, as follows: **President - Jane Dixon; Vice President- Kelly Finnigan; Dan Gannon- Secretary**. At present, there is no candidate for treasurer, but a member is considering accepting appointment to the one remaining seat on the Board and would accept nomination to the treasurer position if so appointed. Susan recommends that the Treasurer position be held open until the June meeting. **Kate moved to cease nominations and cast a unanimous ballot for the nominees presented. Jaime seconded. The motion carried unanimously.**
The Treasurer position will remain open until the next meeting.

H. GM Report. Clay presented the GM report noting a Profitable first quarter for 2026! Discussion around marketing and branding of the co-op merch, potentially giving to Ross summer academy participants.

I. Financial Reporting. Clay reviewed the first quarter financial report, which was positive; the first positive quarter in several years. Clay and Kate discussed margin. **Jane moved to accept the financial report, Bobbi seconded. Motion carried unanimously.**

J. GM monitoring. Jane notes that for L.1 which reads “GM shall not expend more funds than have been received unless the board's debt guideline is met” the interpretation should shift from “days positive cash on hand” to “the profit and loss statement for the most recent quarter shall show revenue received exceeds expenses, unless a debt guideline is operative.” And item 5 should include debts as well as payroll in the interpretation. **Jane moved to accept the report with comments made noted for future reporting. Jaime seconded.** Dan says that suggestions for interpretations should be made official recommendations. Susan says the subcommittee working on the GM monitoring review has met in two lengthy working sessions and will continue its work soon and bring a completed document to Clay and the Board soon. **Jane moved to accept the GM monitoring report noting the comments made. Jaime seconded. Motion carried unanimously.**

K. CPA financial review. Jane recommends we table approval of the 2025 financial review by Wegner CPA until the June meeting pending an updated draft of the document. The

Finance Committee met on June 3 and discussed Note 11 of the draft. Updated language reflecting actions taken by PFC in 2025 to stabilize the Co-op will be proposed for inclusion in the Financial Review's Note 11. **Jane moved to table Board action until June. Jaime seconded. Motion unanimously carried.**

L. Annual Meeting. **Dan moved to approve the minutes of the annual meeting; Betsy seconded. Motion carried unanimously.**
   Susan invited comments on the annual meeting, specifically things to continue, things to reconsider.
   - Small group engagement was great (Betsy), Location was good, centrally located etc.
   - Need to put out more signage on premises to direct people at multiple doors next year; also consider greeters at multiple entrance locations;
   - Dan wants to include local food system and community relevance at the forefront of annual priorities;
   - Jane suggests something less formal to engage the community in small groups outside of annual meeting.

M. GM Evaluation Committee Charter. Kate reviewed GM monitoring and evaluation, noting that #5 of the current charter calls for annual review and update. An updated GM Evaluation charter document is presented in Board packet. **Jaime moved to approve the revised charter; seconded by Kelly Finnigan.** Dan suggests documenting what changes have been made in future revisions. Kate will write up the changes to #5 charter and will send around. **Motion carried unanimously.**

N. Facility Future Committee. Kelly F. noted the pro forma is complete and the FFC work is wrapping up. There will be an executive session of the Board after the June 1st committee meeting to dig into the pro formaconducted by Sara Lebhirtz.
   - Susan suggests a zoom executive session for real estate matters on June 4th at 6:30 p.m. on zoom. All agreed.

Jaime moved to adjourn, seconded by Kate. Meeting adjourned at 7:50pm.

Approved by Board - June 17, 2026