

**People's Food Co-op Board of Directors
Minutes of August 19, 2026**

1

Board Attendance: Jane Dixon, Susan Randall, Bobbi Coluni, Betsy Williams, Kelly Finnigan, Lee Herman
Absent: Kate Krauss, Jaime Magiera

Staff Attendance: Clay Briegel, Ken Davis
Member attending: David Hembold

Meeting called to order by President Jane Dixon Via Zoom at 6:32 p.m.

AGENDA

Item	Item Title	POLICY	WHO ?	ACTION	MAT'LS
A	Agenda Review	G.4.1d/G.7.4	Board	Alignment	Agenda
B	Member Comments (10 minute maximum)	G.9	Attendees	Listen	None
C	Consent Agenda: June Minutes; Absences; Community Outreach Minutes	G.7.7	Board	Approve	Attendance, C1, C2, C3
D	President's Report/Announcements/Future Scanning	Board	All	Info share	D1
E	Election of Secretary to the Board	By-law 8.1	All	Vote	
F	GM's Report & Marketing & Outreach Report	G.2.2, M.4	GM, Board	Q/A	F1, F2
G	Reporting on Executive Limitations for Financial Condition and Activities	L.5	GM	Review and approve	G1, G2
H	PFC Community Outreach Committee Newsletter Update		Vice President/ Bobbi	Discuss	None
I	Fall Retreat Planning		President / Board	Discuss	I1
J	Task List Review/Future Meeting Date	Board	Admin Asst	Set	Task List
K	Adjournment	Board	Board	Adjourn	None

A. Agenda MOTION: Lee moved to approve the agenda as distributed; Susan seconded. Motion carried unanimously.

B. Member Comments: David Hembold, member present. No member comments

C. Consent Agenda: MOTION: Lee moved to approve the consent agenda– June Board minutes and June absences. Bobbi seconded. No discussion. Motion carried unanimously.

D. President's Report/Announcements/Future Scanning:

Jane provided updates on email access for board members, noting that emails should be forwarded to personal addresses and offering to send test emails, while also announcing access to Columbiata Resource Library training materials. Regarding photos for the Board newsletter, Susan clarified that photos from annual meeting, retreats, etc. are available in a Google Drive folder. She will forward the link to the newsletter team. The discussion concluded with Susan asking about newsletter editing responsibilities. Bobby agreed to serve as editor for the newsletter, replacing Lauren who was editor

**People's Food Co-op Board of Directors
Minutes of August 19, 2026**

2

in 2024-25 and who declined to continue since ending her Board term. Susan and Jamie Magiera will meet Monday on board Nominations and Elections Committee duties.. An additional \$50 donation to PFC's working capital campaign was recently reported by CDS bringing the portion raised via charitable giving to \$7,163. The board also discussed renewing their Columinate subscription at the early bird rate of \$5,000 (saving \$500), which Jane confirmed was already budgeted for 2026 despite the renewal timing for 2027.

E. Election of Secretary to the Board: Susan offered to serve as board secretary for the remainder of the year.

MOTION: Jane moved to approve Susan to serve as Board Secretary; seconded by Bobbi. Motion carried 5 in favor, 1 abstaining (Susan).

F. GM's Report & Marketing & Outreach Report: Clay provided a General Manager report, highlighting ongoing equipment issues with the dairy cooler and a recent inspection by the City's Office of Sustainability, which found no refrigeration leaks. He also discussed a local incident outside Dunbar Tower and shared feedback from a downtown check-in meeting, including a suggestion for a potential remote police station. Clay requested board approval to re-up for SNAP benefits and to finalize the Wegner audit review. The marketing and outreach report mentioned Boyce's positive impact on social media presence and local business partnerships. Clay reported on several initiatives including the Kerrytown Ann Arbor Local Food Festival on the 27th and a coupon distribution plan for student housing, with 40 coupons already sent to The Point on South Main. The team discussed their member drive starting July 24th and the Change for Community program, which raised \$1,900 in June and July, with plans to potentially feature the co-op as the Change for Community agency more frequently. Lee noted the Wegner report had further language changes from those suggested for Note 11. Therefore, Jane and Lee agreed formal approval was needed from the Board; an email vote with information on the changes will be distributed by Treasurer Lee.

G. Reporting on Executive Limitations for Financial Condition and Activities:

The meeting focused on reviewing Q2 financial performance and executive limitations policy. Clay reported that Q2 sales were down substantially from the previous year, largely due to poor June performance and equipment failures which closed off one cooler section; however, gross profit margins improved to 34.93%. Despite the disappointing quarter, Clay expressed optimism about the potential for year-end profitability, noting that August sales were showing positive comparisons to the previous year.

Policy Compliance Requirements Review

The board reviewed the General Manager's policy compliance reporting for Financial Condition and Activities. They discussed needed revisions to the interpretation on L 5.1 and for further data documenting compliance on policy statements L 5.4, 5.8 and 5.9 . Susan suggested replacing the interpretation on L 5.1 with language indicating the policy means operating the co-op in the black quarterly and annually, with data documenting the compliance status, rather than a general referral to the financial statements without specifics. **MOTION: Lee moved to deem the interpretation for item L 5.1 as unreasonable (a term of art in Policy Governance language) and requested a revised interpretive statement with supporting data. Jane seconded. The motion carried on a vote of 5 yea, 1 nay (Kelly).** Clay will be responsible for creating a new interpretation based on the board's feedback, to be presented at the September meeting.

**People's Food Co-op Board of Directors
Minutes of August 19, 2026**

3

Regarding L5.3, the board identified that currently there are no reserve funds but if there were, the policy should note that with Board authorization, such funds could be expended. **MOTION: Susan moved that Executive Limitations Policy L 5.3 be amended to read “[the GM will not] Use any long-term or designated reserves, *unless authorized by the Board of Directors.*” [italics indicates added language]** Bobbi seconded. The motion carried on a vote of 6-0. Susan, as secretary, will update the Policy document.

MOTION: Susan moved to table acceptance of the Executive Limitations report on Financial Condition and Activities pending additional data from the GM at the September meeting for items L 5.4, 5.8, and 5.9 demonstrating compliance as well as a revised statement of interpretation and data on L 5.1. Lee seconded the motion. The motion carried on a vote of 6-0.

H. PFC Community Outreach Committee Newsletter Update:

The board discussed the community outreach newsletter timeline, with feedback due by Saturday for a September 1 publication date.

I. Fall Retreat Planning: Jane announced plans to survey board members for fall retreat dates, with later October dates being considered after eliminating September 25-27 (Susan and Bobbi unavailable) and October 2-4 (Kelly and Lee unavailable). Ben Sandel has several available dates in October.

J. Task List Review:

Clay	Board Members need to sign SNAP benefits letter at the Co-op by 9-22-26.
Lee	Send out email vote to approve Wegner Audit report
Jane	Send our new date for Board Retreat
Susan	Send a link to the Outreach Committee for photos for newsletter; Update Executive Limitations Policy to incorporate Amendment approved.
Clay	Revise reporting on Executive Limitations for Financial Condition and Activities
Ken	Layout Newsletter

Betsy moved to adjourn the meeting, seconded by Lee. Motion carried. The meeting adjourned at 8:35 pm.

Minutes recorded by Administrative Assistant Ken Davis
with review/edits by Secretary Susan Randall