

People's Food Co-op Board of Directors  
Meeting

September 20, 2017 at 6:30pm, St.  
Andrew's Church, Division Street

Item Title

Agenda Review

Member Comments

Announcements/Future

Scanning/President's Remarks

Consent Agenda: Minutes from August

Interim GM Report

GM Search Update

child care

Committee reports, Diversity Committee,  
Linkage charter

Treasurer's Report, Leases, Finance  
Committee, Financial Review

**BREAK 5 minutes**

President's Choice

Looking Ahead for Next Month

Board of Directors Meeting Minutes – September 20, 2017

Location: St. Andrew's Church, Division Street

Attendance

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

Erin Anderson, Produce Manager  
Angie Voiles, Interim General Manager  
Susan Landauer, Human Resources Director  
Lori Crall, Wellness and Customer Service Manager  
David Hall, Outreach and Education Coordinator  
Christine Laing, Finance Manager  
Michael Jenrich, Member-Owner  
Paul Tolgaakcaby, Member-Owner  
Eve Silberman, Member-Owner, Ann Arbor Observer  
Larry Brayboy, Shopper

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

Agenda Review – Remove child care item for this month and add for next month, suggested adding ends policy reboot if time allowed.

Member Comments – Michael Jenrich addressed the sneeze bar on the salad bar. He suffered an injury at the salad bar a few months ago. He put it up to reach into the third row and something happened that caused it to hit him in the head, causing a concussion. His doctor's note indicated that recovery varies; it took him two months to fully recover. He stated that he believes that the design is faulty and dangerous. He asked that something be changed so that other people are not injured.

Ann thanked him for coming to share his comments, and explained that the issue is an operations one and that the GM does have the authority to change the salad bar. Bruce stressed how important it is to share this information with the board and thanked Michael for coming to speak to the board.

Larry Brayboy stated concerns about what happened on February 14 when he was panhandling in front of the store. He feels that our former GM harassed him while he was exercising his protected rights. He stood 20-25 feet away from the door and did not hassle or follow people. On February 12 a shopper asked if she could get him food and they engaged in conversation, some people came by and gave him money, was chatting with people he knew. There was very low foot traffic while Larry was chatting with a realtor that he knows when the police appeared and said that they received "multiple calls" that was harassing people. Larry left. He came back the next day to register a

complaint with the GM. On the 14<sup>th</sup>, the police approached him again to indicate that he was trespassing which ended up in him being banned from the co-op. He disputes charges that he was harassing anyone and reserves the right to pursue a lawsuit for having his rights violated.

The board thanked him for appearing.

Announcements, Info-Sharing, Future Scanning, President's Remarks – Ann reminded people to sign up for the co-op café. The board discussed the upcoming event at Bill's Beer Garden. Ann said she would like people to do enough homework prior to meetings so that the board can have succinct discussions while at the meeting, leaving time to discuss new business and ideas.

Consent Agenda – The only thing on the consent agenda were the August minutes. Keegan moved to accept, Ann seconded, the motion carried 7-0.

Interim GM Report – After submitting the report, Angie spoke to Carol Collins (former GM of the co-op, retired from NCGA) and asked her if she would be willing to work with the co-op during Angie's interim phase, which Carol agreed to do.

The board does direct inspection of the chain of succession, and part of that is to confirm that the people listed as successors agreed to act in these roles. Both Lori Crall and Erin Anderson agreed to be first and second in line, respectively.

Angie reported on the NCGA conference. There was discussion about the ongoing decline in sales nationwide. Compared to other co-ops in the state, we are the third largest; all of our local co-ops are doing different and interesting things.

GM Search Update: Committee has been formed and the first meeting will be next Thursday. Ann discussed the budget, including the services of Anne Evans, legal fees, and the costs of bringing in GM candidates. Job has been posted since the day after Labor Day.

Ann moved to officially establish the GM Search Committee with the recommended budget and committee members, Bruce seconded the motion and it carried 7-0.

Committees—Committees should be putting their minutes in the Google drive folder and also including them in the packet so that they can be approved (generally in the consent agenda). Please put them in PDF form.

Keegan and Patti have been trying to find time to get together to archive materials; Keegan suggested possibly having an information officer position on the board. Jaime will assist with the technology aspects of this endeavor.

All committees have reviewed charters; Development has one small change to make. Once things are finalized, upload to the drive in PDF form.

Keegan spoke to the diversity committee that he and Persephone are working together on. They feel it should be a permanent committee as opposed to an adhoc. They are getting a charter together and having regular meetings. They need a directive from the board to become a permanent committee (they will bring a formal proposal to the board). They also asked that ten minutes be taken at the next meeting to do a brief evaluative activity; this will happen at the October meeting.

Please start finding prospective members for the board!

Treasurer's Report/Financials/Finance Committee/Leases – Bruce reported on the Finance Committee meeting. For the month of July, the co-op was down about \$8,000. Basket size did increase about 3% in August.

Sales historically decline in the summer; Ann asked how the co-op can prepare for that since it happens most summers. Also, Fifth Avenue is scheduled for construction next year, which will also affect traffic and therefore sales.

The board discussed having an audit, including having Carol Collins involved in the discussion of whether to have a full audit. Goal is to have decision by November which means that the Finance Committee needs to come to the board with a proposal next month or in November at the very latest.

Executive Session – Ann suggested having working sessions or executive sessions more regularly, perhaps after the conclusion of the first half of the meeting. No decision was reached.

Ann then moved to use time after the break at this meeting as an executive session for the purpose of doing preliminary board retreat planning and other matters that if made public could be detrimental to the co-op. Jaime added a friendly amendment asking for an executive session to discuss a legal matter. Keegan seconded. The motion carried 6-1, with Gaia voting no. The executive session would begin at the break.

Note: this motion only addresses this meeting, not to go into executive or working session at any meeting going forward.

Looking Ahead & Task List – child care issue, Patti to get together with Keegan to upload archives, discuss Diversity Committee charter, Diversity Committee activity (10 minutes), audit proposal, decide annual meeting date—Linkage needs to come with a proposal, L.9 gifts to PFC, set the board budget, Keegan to send link to co-op café to Angie, invite Carol Collins to the Finance Committee, all committee chairs put

committee minutes in the Google Drive and everyone else will read them, find someone to run for the board.

Future Meetings— Next meeting is October 18.

Meeting Evaluation—

- Went off-track a few times but not as much as usual
- Liked the idea of trying to streamline meetings, leads to productivity
- Very focused
- Sharp, focused meeting
- Thanked members for attending
- Thanked Lori and Erin for stepping into backup roles in succession plans
- Succinct
- Loved Ann's suggestion of doing homework ahead of time to better streamline future meetings

Adjournment – Ann adjourned the board meeting at 8:00. The Board then went into Executive Session, as discussed above.

Respectfully submitted,

Keegan Rodgers, Board Secretary