

People's Food Co-op Board of Directors Meeting									
Wednesday, August 15 at 6:30pm, St. Andrew's Church, Division Street									
Start	End	Item	Time	Item Title	POLICY	WHO ?	ACTION	MAT'LS	
6:30	6:32	A	2	Agenda Review	G4.1d/G7.4	All	Alignment	None	
6:32	6:35	B	3	Member Comments	G9	All	Listen	None	
6:35	6:40	C	5	Announcements/Future Scanning/President's Report	Board	All	Info share	None	
6:40	6:45	D	5	Consent Agenda: Minutes from July, L.4.10	G.7.7	All	Approve	D1, Minutes	
6:45	6:50	E	5	Questions and Comments on GM Report	G.2.2,M.4	Angie	Questions, Comments	E1	
6:50	6:55	F	5	Questions and Comments on Treasury and Finance Committee Reports	G.2.2,M.4	Christine, Angie	Questions, Comments	F1, F2, F3	
6:55	7:00	G	5	Accepting Successional Responsibility	L.5	Lori	Action	None	
7:00	7:15	H	15	Security Surveillance	Ends	All	Discuss	None	
BREAK!									
7:25	7:35	I	10	Committee Charters	Bylaw 8.1	All	Discuss/Assign	None	
7:35	8:00	J	25	Member Equity	Ends	All	Discuss	None	
8:00	8:10	K	10	Retreat Planning	G.2.3, G.8.1	All	Plan	None	
8:10	8:15	L	5	Linkage Committee Update	Board	Persephone	Discuss	None	
8:15	8:25	M	10	Board Policy and GMOs	Board	Jaime	Discuss	None	
8:25	8:30	N	5	New Calendar Review		Jaime/Rosie /All	Review	Calendar (tab on Agenda)	
8:30	8:35	O	5	Task List Review/Future Meeting Date	G.1.4.,4.h	Rosie/All	Review	None	
8:35	8:40	P	5	Meeting Evaluation	G.1.4-5	All	Board Process	None	

Board of Directors Meeting Minutes – August 15, 2018

Location: St. Andrew's Church, Division Street

Attendance

Board Members Present:

Jaime Magiera (President)

Persephone Hernandez-Vogt (Vice President, board member) (left early)

Leah Hagamen (Secretary)

Greg Upshur (board member)

Amanda McCreless (board member)

Bruce Curtis (Treasurer)

Raney Lamey (board member)

Also attending:

Angie Voiles, General Manager

Christine Laing, Finance Manager

Carol Collins, Business Consultant

Blair Ellis

Barbara Kritt

Henry Herskovitz

Call to order – Jaime called the meeting to order at 6:31pm.

Agenda Review – Angie reported that Lori was unable to make today’s meeting, but Carol Collins is here to accept secondary responsibility.

Member Comments –

Blair: Asked the Board if it would make a statement of support for community members and employees, in light of the Mighty Good’s recently revealed racist acts.

Henry: Requested that PFC cease to publish advertisement in the Jewish News, citing evidence of their support of Israel.

Blair protested Henry’s public comment time, based on the latter’s association with a Southern Poverty Law Center identified hate group. Jaime asked Blair to cease interrupting. Blair did not. Jaime asked Blair to leave. Blair refused. Jaime called the law enforcement to escort Blair out of the meeting. Arguments ensued regarding time allotted for public comment, whether someone should be denied time to speak based on their beliefs, and if it is acceptable for a PFC representative to call law enforcement on a member-owner. Persephone resigned from the board.

Barbara: Proclaimed she has always been interested in being involved in the community, and thought PFC would be the place for her to do this, but was disappointed with this meeting.

Amanda, Angie, Blair, Barbara, and Persephone left the meeting.

The meeting took a break. Amanda and Angie returned. The meeting resumed at 7:11pm.

Announcements, Info-Sharing, Future Scanning, President’s Remarks – Bruce’s house is having a barn dance. Greg’s band is performing in Detroit this weekend. Jaime spoke with Jade about how board work and operation work are parallel. Jaime and Angie have been maintaining communication. Jaime has received positive feedback about how the board is progressing.

Consent Agenda – Raney moved, Leah seconded to accept the consent agenda. All in favor, motion carried.

Questions and Comments on GM Report – The soonest the sandwich bar will be complete is late October. The bar will begin with a limited menu to guarantee sandwich-making consistency. Contractor says plumbing will take only two weeks. Sales have been going down since 2017. Basket size is up, meaning the people who do come into the store are finding more of what they want.

Questions and Comments on Treasury and Finance Committee Reports – Bruce stated that the loss seen halfway through the year is more than he has ever seen. Angie and Christine reviewed the major expenses that occurred this year. Bruce expressed his sense of urgency to fix this loss.

Accepting Successional Responsibility – Jaime asked Carol if she agrees to be the secondary successional, should Angie and Lori be incapable of GM responsibilities. Carol agreed.

Security Surveillance – Jaime expressed his understanding of Persephone’s stance on security surveillance, which is that our society is too surveilled and there are sexual harassment risks to surveillance. Bruce feels that most people expect there to be cameras in stores, he does not feel

uncomfortable about it, but it is ultimately an issue of store security. Speaking as an employee, Amanda stated that surveillance has been very helpful and successful thus far in protecting staff and preventing issues, especially for non-men staff. Angie mentioned plans to add cameras to the back exits in addition to the existing front-facing cameras in support of the bakers and other staff that stay late.

Committee Charters – Jaime relayed that Jade pointed out the PFC has been letting committees write their own charters, instead of writing them as a group. She found that some of the language in the Linkage Committee charter blurs lines between policy and operations. Jaime would like to spend the next meetings reviewing committee charters, a la policy reboots. Board is in support of this idea. Board members should prepare ahead of monthly meetings, including looking into other co-ops' charters. Jade has model charters and similar documents to help. Board will prioritize Linkage and Development, and potentially Finance. Jaime relayed that Jade suggested that a finance committee is unnecessary, because much of that work has already been entrusted to the General Manager. Bruce responded that the Finance Committee meeting is a better format for informing him, the Treasurer, of the status of finances, compared to a maximum 10 minute explanation during the monthly board meeting.

Member Equity – How have other co-ops that have \$150 or similar membership fee arrive at that number, both in process and in calculation? How have other co-ops communicated fee changes to their members? The co-op in Marquette, MI has a payment plan for their \$150 fee, as well as “preferred shares.” Angie, Bruce, and Christine to submit outline to the Board on September 14 for September meeting packet with approximately 3 proposals for membership fees. Bruce will email all Board members to invite them to participate in proposal ideas via the Finance Committee meeting. Concern expressed about payment plan difficulty if a member shops more than once a day (e.g. getting multiple coffees in a day and groceries); payments may be tough to track.

Retreat Planning – Jaime will reach out to Linkage about work done since last month on planning. Most board members prefer Saturdays to Sundays for a retreat. Jaime will also call Jade about December availability. Topic ideas for retreat: How should the Board approach expansion? Committee work. Outreach.

Linkage Committee Update – Raney, Gaia, and Persephone met and reviewed the Linkage charter. Ideas that came out of the meeting include zero waste, outreach, member identity (what does it mean to be a member?), and support for people in Flint.

Board Policy and GMOs – PFC baked goods and bulk items have GMO labels. PFC aims to have a variety of options at all time, especially vegan, gluten-free, and non-GMO. Reviewed multiple understandings of the definition of genetically modified organisms. Jaime asked the Board if GMOs is a policy the Board should take up. The board will not take up the issue.

New calendar – Board is comfortable with new calendar.

Looking Ahead & Task List –

- **Bruce** to email Board to invite them to the Finance Committee meeting. **Angie, Bruce, and Christine** to work on written proposals for membership fee change and submit to September meeting packet.
- **All:** Read existing linkage committee charter. Find committee charter examples and language for improving the committee charter.

- **Jaime** will reach out to Linkage about work done since last month on retreat planning. **Jaime** will also call Jade about December availability.
- **Jaime** to work out next steps for newly vacated vice-president seat
- **All:** email retreat topic ideas to Jaime
- **Jaime** will email Gaia for his input on GMO policy
- **Jaime and Rosie** will continue working on the new calendar

Future Meetings— The next meeting is September 19, 2018. Leah will be absent. Raney may be absent.

Meeting Evaluation

- All board members' feelings on volatile issues should perhaps be considered, instead of all pressure on Chair
- Cause for reflection
- Went through agenda nicely
- Always good to talk about how to be more productive
- Dramatic, bizarre
- Excited about retreat
- Challenging

Executive Session – Jaime Moved, Raney seconded to move into executive session. All in favor, motion carried.

Adjournment – Meeting adjourned at 8:54pm.

Respectfully submitted,

Rosie Pahl Donaldson, Board Administrator acting as Board Secretary