

Board of Directors Meeting Minutes – October 17, 2018

Location: St. Andrew's Church, Division Street

People's Food Co-op Board of Directors Meeting								
Wednesday, October 17 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	Agenda
6:32	6:42	B	10	Member Comments	G9	All	Listen	None
6:42	6:47	C	5	Announcements/Future Scanning/President's Report	Board	All	Info share	None
6:47	6:52	D	5	Consent Agenda: September Minutes, JLF Memo, L4.1, L9, Absences	G.7.7	All	Approve	Minutes, D1, D2, D3
6:52	6:57	E	5	Questions and Comments on GM Report	G.2.2,M.4	Angie	Questions, Comments	E1
6:57	7:02	F	5	Questions and Comments on Treasury and Finance Committee Reports	G.2.2,M.4	Christine, Angie	Questions, Comments	F1
7:02	7:12	G	10	Linkage Committee Update	Board	Ray	Report	None
7:12	7:37	H	25	Member Equity	Ends	All	Discuss	H1.1, H1.2, H2
BREAK!								
7:47	8:07	I	20	GM Monitoring	M.4	All		None
8:07	8:27	J	20	Board Monitoring		All		J1
8:27	8:37	K	10	Policy Reboot	G.2.2	All	Discuss	None
8:37	8:57	J	20	Set Board Budget	G.8.2	All, Treasurer		None
8:57	9:02	K	5	Retreat Planning	G.2.3, G.8.1	Jaime/All	Plan	None
9:02	9:07	J	5	Task List Review/Future Meeting Date	G.1.4.,4.h	Rosie/All	Review	None
9:07	9:12	K	5	Meeting Evaluation	G.1.4-5	All	Board Process	None

Attendance

Board Members Present:

Jaime Magiera (President)
 Ray Anderson (Vice President)
 Leah Hagamen (Secretary)
 Amanda McCreless
 Bruce Curtis (Treasurer)
 Rainey Lamey
 Steve Rich (by phone)
 Gaia Kile
 Greg Upshur

Also attending:

Angie Voiles, General Manager
 Ann Sprunger (joining board as guest)
 John Pruitt
 Christine Laing
 Carol Collins

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

Agenda Review – None.

Member Comments – None.

Announcements, Info-Sharing, Future Scanning, President's Remarks –

- There was a lot of Linkage Committee work this past month.

- The weekend of October 26-28, Equitable Group of Pioneers (a co-op group) is hosting an event at Circle Pines.
- Monday, October 22nd is the Michigan Food Summit in Lansing, where PFC is sponsoring a table.
- Jaime wrote a column in The Connection.

Consent Agenda – Gaia moved, Bruce seconded to pull Item D2 out of the consent agenda. All in favor (9/9), motion carried. Item D2 will be discussed next. **Jaime moved, Gaia seconded to accept the rest of the consent agenda. All in favor (9/9), motion carried.**

Item D2 – Gaia noted that the marketing plan begins in 2019 and asked what the 2018 marketing plan is. Angie replied that the 2018 plan was to “catch up” to where they need to be for 2019 and was a marketing testing year. Gaia asked about acquisition of experienced employees in the grocery department. With the great need for employees, there was not time this year to fine tune training. Angie imagines the L.4.1 reporting to be building on the report today. As mentioned at other meetings, basket size is up and number of shoppers is down. Engaging and reestablishing relevance with customer base is key. Angie clarified what department head accountability will look like. Success with targeting new downtown housing units has been limited, with coupon redemption very low (approximately 50 coupons out of thousands). PFC is still continuing engagement with cooperative housing, due to similar values. Building relationships with other public and semi-public agencies in the city, especially downtown, is in the marketing plan. Discussed some leadership roles of various units within PFC. Jaime noticed that cashiers are not offering membership to customers. Amanda responded that she understood that cashiers can only do that if the customer specifically asks about membership.

Questions and Comments on GM Report – Carol Collins asked if L.4.1 report should become part of the GM Report. Gaia clarified purpose between the two. The two will not be combined.

It is difficult to find staff because there are lots of jobs available in the market right now and PFC wages are not competitive enough. PFC has in the past reached out to previous experience employees and some have come back, but Angie does not feel comfortable doing that at this time.

The work of the designer for the new deli is done. The contractor feels confident about the deli completion timeline. During construction, café seating and hot/salad bar will still be open; there will be a temporary wall around the construction area. Bruce summarized a few letters from members and suggested the message of what PFC is actually doing (e.g. closing the juice bar, opening a deli) is not being communicated to members. Angie responded that staff on the floor have been answering these types of questions well.

Questions and Comments on Treasury and Finance Committee Reports – Greg noticed in previous reports that pastries dropped the most in sales.

Some of the staff spending is existing staff working overtime to cover staff shortages.

Linkage Committee Update – Ray summarized the Linkage Committee meeting last night with Angie and Ken (Marketing Manager), where they talked about possible actions Linkage could execute. It might be helpful to have Board members present in the store to talk to customers when changes take place. “Coffee With the Board” is an option; this used to happen regularly, but most attending members wanted to discuss operations, not policy. Present at that meeting were Ray, Gaia, Amanda, Ken, Angie, Steve.

Member Equity – There has been some discussion of how to communicate the new fee plan to member-owners. One way is a presentation event to member-owners and allowing questions; this would be live streamed with a webchat option. It should be clear to participating member-owners that the Board may or may not incorporate feedback, because the idea is that the Board members were elected to make these decisions for the member-owners. Another option, with or without a presentation event, is to issue a formal survey. Angie sent an email about who would do this survey, when, and for how much. It would likely be a multi-month process. Leah stated that the two options deliver different kinds of information. Rainey explained how member-owner number information can be valuable on multiple levels. Jaime reminded everyone that the Board itself has very limited access to member-owner information. With the multi-month requirement of a survey, Ray questioned the need to meet the January 1st deadline. Angie explained how the deadline is tied into other money-making goals. The need to reach these goals was stressed, and a year and a half of discussion has already been taking place. Bruce also expressed this urgency, discouraging a survey and encouraging multiple member-owner meetings. Jaime presented the opposing concern that raising the fee without enough engagement will drive people away. Rainey encouraged assuring, growth-positive messaging.

Bruce noted that none of the projections in Item H.1.2 reach \$1mil and would have to be made elsewhere. All of the projections are guesses and none are more likely than another. Unless member-owner feedback is strong and convincing in another direction, the following proposal will be considered in effect: **Jaime moved to accept Proposal 2 in Item H.2 with the ramifications outlined in the proposal, Rainey seconded. No discussion. 8 in favor. 1 opposed. Motion carried.**

GM Monitoring – Discussed GM Monitoring Calendar currently in development. Policies for when GM documents are supposed to be submitted to the Board Administrative Assistance and agendas are supposed to be up on the website. G.7.5 is the relevant policy, and the Board is usually partially out of compliance.

Board Monitoring – Jaime moved, Rainey seconded to accept the G.2.3 3C policy revision. In discussion, Gaia reiterated the purpose of this policy, which is to support the bylaw that says three unexcused absences will result in removal from the Board. Passing this policy would in effect excuse all past absences, recognizing that the Board had not been following policy until this time. **Six in favor, 2 opposed, 1 abstention. Motion carried. Jaime moved, Rainey seconded that the September meeting absence should be excused. All in favor (9/9), motion carried. Jaime moved, Rainey seconded that the ‘left early’ absence be excused. All in favor (9/9), motion carried.**

Policy Reboot – Ray and Gaia have been working on the second half of the L policies. Ray and Gaia have uploaded them into Google Drive for Board members to comment on. Most Gs are done. The Os have been created.

Set Board Budget – Board reviewed what this includes (but not limited to): liability insurance, CDS consultant, meals, retreat, printed newsletter for annual meeting. Board members are generally in favor of continuing the CDS contract.

Retreat Planning – The retreat will be Saturday, December 15, 2018. Every Board member can currently make this date. The three suggested topics are policy reboot, examining the vision of PFC, and relating policy and goals with store changes. Picking two topics for the agenda would leave opportunity for “urgent items.” Changing PFC’s identity or vision might be mixed messaging with the member equity

marketing. Policy reboot is progressing well already. The two topics will be decided formally at the November meeting.

Looking Ahead & Task List –

- Angie to prepare PFC organization chart
- Clarify when cashiers should be offering information about being a PFC member
- Ray and Gaia will move policy reboot documents to policy reboot folder
- Board members to comment on policy reboot documents
- Jaime and Gaia to gather information about what policy reboots have been done
- Angie to email report of Board's past spending/budget
- Think about which topic you want at the retreat
- Linkage + Finance Committees meeting to discuss member-owner presentation
- Rosie to add important/Board phone numbers spreadsheet to Google Drive
- Rosie to update website ASAP about change of next meeting date

Future Meetings— Next Board meeting is November 21, 2018 (day before thanksgiving). Board members cannot make this day, so it is moved to the following Wednesday, November 28, 2018 at 6:30pm.

Meeting Evaluation –

- Good job Board for sticking to its timeline for member equity decisions
- Productive, passionate, healthy
- A room of equals
- Good
- Important actions taken
- Conference calls are great, but it is valuable to be together in person

Executive Session – **Jaime moved, Bruce seconded to move into closed session. All in favor (9/9), motion carried.**

Adjournment – Meeting adjourned at 9:29pm.

Respectfully submitted,

Rosie Pahl Donaldson, Board Administrator acting as Board Secretary