

People's Food Co-op Board of Directors Meeting  
 Wednesday, May 15, 2019 at 6:30pm, St. Andrews Church

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	Attendees	Listen	None
6:42	6:48	C	6	Announcements/Future Scanning/President's Report	Board	All	Info share	None
6:48	6:50	D	2	Consent Agenda: April Minutes, Absences, Committee Reports, L.4.10, Annual Meeting Minutes	G.7.7	All	Approve	Minutes, Attendance, D1
6:50	7:00	E	10	Questions and Comments on GM Report, Treasury and Finance	G.2.2,M.4	Angie	Questions, Comments	E1a, E1b, E2, E3a-d
7:00	7:05	F	5	L.4.1 Review		Angie	Questions, Approve	F1
7:05	7:10	G	5	Authorization to Change Bank Signers		Angie, All	Discuss	
7:10	7:20	H	10	Ends Review	E	All	Discuss	None
7:20	7:35	I	15	Annual Meeting Recap		All	Discuss	None
7:35	7:40	J	5	Validate Election Results	Bylaws	All	Discuss, Approve	
			5	BREAK				
7:45	7:55	K	10	Elect Officers	G4	All	Discuss, Approve	
7:55	8:15	L	15	Discussion with Dennis Churnin		All		
8:15	8:20	M	5	Task List Review/Future Meeting Date		Rosie	Discuss	None
8:20	8:25	N	5	Meeting Evaluation		All	Discuss	None

**People's Food Co-op  
 Board of Directors Meeting Minutes – May 15, 2019**  
 Location: St Andrew's Church, Division Street

Attendance

*Board Members Present:*

Jaime Magiera (President)  
 Ray Anderson (Vice President)  
 Leah Hagamen (Secretary)  
 Steve Rich  
 Gaia Kile  
 Amanda McCreless  
 Mary Rooney

*Also Attending:*

Angie Voiles, General Manager  
 Paula Gilbertson, NCG  
 Hannah Davis, Board Director Elect

*Members:*

Dennis Churnin

Call to Order – Jaime called the meeting to order at 6:35pm.

Agenda Review – No changes.

Member Comments – None.

Announcements, Info-Sharing, Future Scanning, President's Remarks – With summer vacation approaching, Board members should let others know if they can't make a meeting. Jaime talked to Jade about the annual retreat. Jade suggested the meeting focus on process, rather than a topic as done in 2018. CBLD 101 Conference for the Midwest, run by CDS, is coming up in Chicago and Indianapolis. Paula

strongly suggested that new Board members attend this conference. Co-op Café is another daylong retreat available to Board members. Jaime and Paula met yesterday about Board process and reporting improvements.

Consent Agenda – Paula said that usually, the member-owners approve the annual meeting minutes at the next annual meeting, rather than the Board approving them. A general consensus from the Board is that they should just approve the minutes at the next Board meeting.

**Jaime pulled out the April minutes and the Annual meeting minutes. Gaia moved, Leah seconded, to approve the consent agenda as it now stands. All in favor (7/7), motion carried.**

Jaime would like to add that his comments regarding meat in the co-op was in relation to health policies. **Amanda moved, Mary seconded to amend the minutes to reflect Jaime's clarified comments. All in favor (7/7), motion carried.**

Questions and Comments on GM Report, Treasury and Finance – Steve asked about new hires. Angie responded they were trained last week and are working independently this week. A barista position is posted now, though it will probably be a cross-trained position.

The Hands On Museum partnership is still in discussion.

Jaime asked what the status of the SCRIPs being added to the website.

Mary talked about how Argus Farm Stop on Packard now accepts UM cards, and was wondering if that or similar student-oriented marketing was being done. Angie said these are always being explored.

Gaia noted that it looked like measures were heading in a good direction for a while, but the last couple weeks backslided. Angie confirmed that sales were down that period. Summer is notoriously bad for sales. Our sales are in decline over the last year. Steve asked for a summary of trends for the hot bar. Prepared foods is usually grouped together (hot bar, grab and go, salad bar), but Angie recently was able to look at the three separately, and saw that while prepared food sales were up at the beginning of 2019, hot bar sales are down.

L.4.1 Review – The shopper survey has launched, but the monthly target response has not been met, and no conclusions can be drawn from the responses yet. There are about 70 responses so far. Mary asked if we get feedback about product availability. Angie responded that there is a comment section on the survey for people to talk about that, but few have. Gaia if there is any prioritization of tasks. Angie said yes to some extent, as well as delegation. Gaia asked how Ken (the Communications Manager) and Angie work together. Angie described their work as collaborative and frequent. Angie communicates info from the Linkage Committee to Ken. **Steve moved, Ray seconded to accept L.4.1 as not in compliance. All in favor (7/7), motion carried.**

Authorization to Change Bank Signers – As PFC is not owned by an individual, legal documents frequently need meeting minutes, the signature of the President, and the signature of the Board secretary. This motion would allow Angie to acquire the signatures without needing to wait for the next Board meeting for the Board to approve the GM to acquire the signatures; this would be a blanket approval. Leah wondered if this would invite a future corrupt GM to take advantage of this. Jaime requested to **table this motion** until more research is done.

Ends Review – Jaime asked if there is any update on movements toward addressing deconstructing systemic racism. Angie described some materials that had been acquired.

Annual Meeting Recap – Mary wondered why there were so few questions connected to the state of business, and the ones that did were of a very personal nature. Ray mused that folks were still in a town hall mindset. Mary hopes next year for more connection to what the membership can do. Jaime thinks it could be more helpful next year to have the annual report in their hands and go through it section by section in the meeting. Ray received feedback at the Linkage Committee that the informational posters weren't particularly welcoming. Leah explained that the idea behind the posters was to facilitate mingling and discussing, in response to an unpleasant lecture format. Gaia received feedback that the attendees couldn't tell who the Board Members were; they were not identified well. Steve was wary of power dynamics associating with featuring Board Members in particular ways. Paula didn't believe that the message of the state of the co-op was clearly delivered at the annual meeting. Mary was concerned about how the minutes, which show a lot of topical question and answer, reflect the true message of the meeting. Paula suggested that an estimate of the number of people in attendance should be said in the minutes. It was suggested that the Q and A part of the minutes are treated more like an appendix.

Validate Election Results – The election had four candidates for three open Board positions. Jaime repeated the number of votes for the candidates. The three candidates with the most votes were Amanda McCreless, Hannah Davis, and Ray Anderson. **Gaia moved, Mary seconded to accept the election results. All in favor (7/7), motion carried.** Amanda and Ray retain their seats on the Board. Hannah Davis is now a Board Member, replacing Leah Hagamen. Leah left the meeting at this point.

Elect Officers – There are four officer positions: President, Vice President, Treasurer, and Secretary. It is required that this election be held annually. The position descriptions are found in the bylaws, and were read aloud prior to nominations. Jaime expressed interest in the President position. **Ray moved, Steve seconded to elect Jaime as President. All in favor with Jaime abstaining (6/6), motion carried.** Ray expressed interest in the position of Vice President. **Jaime moved, Amanda seconded to elect Ray as Vice President. All in favor with Ray abstaining (6/6), motion carried.** Amanda expressed interest in the Secretary position. **Jaime moved, Mary seconded to elect Amanda as Secretary. All in favor with Amanda abstaining (6/6), motion carried.** The Treasurer position has been changing recently, and it is suggested that the Treasurer work on getting the whole board more financially literate. Hannah expressed interest in the Treasurer position. **Gaia motioned, Ray seconded to elect Hannah as Treasurer. All in favor with Hannah abstaining (6/6), motion carried.**

Discussion with Dennis Churnin – Dennis has been interested in co-ops for a long time and has been a member-owner of PFC since 1981. PFC's financial difficulties called him to action and would like to be involved with the Board in some way, particularly within finances, the location move, and/or building community. The Board reviewed the purpose and responsibilities of the Board as a policy entity. Steve asked if Dennis had ideas or goals of refocusing on public health policy for PFC. Dennis brainstormed on fundraisers around health and tying to the greater public health community. Jaime asked how Dennis would say he handles conflict and how he would manage differences in opinion. Dennis said his original training was in psychiatry, and physicians encounter frequent conflict management.

Task List

- Annual Meeting summary goes back in June packet
- Jaime research precedents and implications of a blanket approval for the GM
- Angie scan and send Rosie conflict of interest forms. Rosie put them in Drive somewhere.
- Rosie to update calendars
- Policies and Bylaws Committee to find people.

Future Meeting Date – The next meeting is scheduled for June 19, 2019.

Meeting Evaluation

- Efficient. Blunt truths exchanged.
- Started off all over the place but narrowed focus eventually.
- Nice frank discussion about the Annual Meeting.
- The Board has been engaged recently.

Adjournment – **Jaime moved, Mary seconded to enter financial, legal, and Board personnel matters. All in favor (7/7), motion carried.** Meeting adjourned at 8:16pm.

Respectfully submitted,

Rosie Pahl Donaldson, Board Administrator acting as Board Secretary