

People's Food Co-op Board of Directors Meeting
 Wednesday, September 18, 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	G.4.1d/G.7.4	All	Alignment	Agenda
6:32	6:42	B	10	Member Comments	G.9	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: August Minutes, Absences	G.7.7	All	Approve	Minutes, Attendance
6:50	7:00	E	10	Questions and Comments on GM Report, Treasury and Finance	G.2.2, M.4	All	Q/A, Approve	E1, E2
7:00	7:15	F	15	Oveview of Meeting with Tommy York		Mary, Dennis	Listen	None
7:15	7:30	G	15	Climate Strike		All	Discuss	None
7:30	7:50	G	20	Call with Jade		All, Jade	Discuss	None
7:50	7:55	H	5	L.4.1 Review		Angie	Questions, Approve	I1
7:55	8:05	I	10	Finance Committee Charter	G.4	All	Discuss, Approve	None
			5	BREAK				
8:10	8:20	J	10	Ends Review: 5 through 7	E	All	Discuss	None
8:20	8:50	K	30	Multi-Year Plan		All	Discuss	None
8:50	8:55	L	5	Task List Review/Future Meeting Date		Rosie	Discuss	None
8:55	9:00	M	5	Meeting Evaluation		All		
				Adjournment				

**People's Food Co-op
 Board of Directors Meeting Minutes – September 18, 2019**

Location: St. Andrews Church, Division St.

Attendance

Board Members Present:

Jaime Magiera (President)
 Ray Anderson (Vice President)
 Hannah Davis (Treasurer)
 Amanda McCreless (Secretary)
 Steve Rich
 Gaia Kile
 Mary Rooney

Board Members Absent

Dennis Chernin

Also attending:

Angie Voiles, General Manager, by phone

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

Agenda Review – Agenda accepted.

Member Comments – No members present.

Announcements, Info-Sharing, Future Scanning, President's Remarks – Jaime is holding off on sending newsletter items to Graphics Coordinator until it is completely finalized. October 12 is the retreat, 9:30am. Chili Cook-off was fun. Mary and Ray reported on the recent zero waste event: about a dozen engaged folks attended.

Consent Agenda – The August minutes were pulled out of the consent agenda and tabled until next meeting. **Mary moved, Ray seconded, to approve the consent agenda. All in favor (7/7), motion carried.**

Questions and Comments on GM Report, Treasury, Finance – Jaime asked about HR updates. Angie replied that several more positions were filled since the GM Report had been written, but there are about eight positions still posted. Angie is working with their software company for the upcoming refund/reinvestment deadline. The general feeling from the data is that those who have not reinvested or refunded yet are those who have moved away from Ann Arbor. More students have been investing. Finance report this month appears positive, as people are coming back into town. **Hannah moved, Gaia seconded, to accept the GM and finance reports. All in favor (7/7), motion carried.**

Overview of Meeting with Tommy York – Mary and Dennis met with one of the business owners of Morgan and York on Packard. Their grocery business had declined from a \$3M business in 2008 to a \$1M business in a year or two. Their strategy was to change the business to a community space with food. After deciding on this vision, they quickly hired a consultant to implement it. It moved from a grocery-centered business to a prepared foods business. They talked about the profit margins of prepared foods. They also acquired a liquor license. Overall, this new strategy has been successful. His thoughts on PFC surrounded the experiential environment—is it comfortable to be in? Mary’s big takeaway was the prompt decisiveness of establishing a vision and taking action.

Climate Strike – Jaime received an email yesterday asking if PFC could participate in some way in the Ann Arbor (not City government sponsored) climate strike on Friday, September 20. Angie gave her thoughts on supportive but prudent options, given the short notice. Closing the store would result in too much loss. Donations, logo support, and store flyering are possible options. Many other businesses are showing support in some way. Ray suggested that a policy could be developed for how PFC addresses/involves itself in external events (follow up next month).

CBLD – Jaime reviewed the benefits of participating in CBLD and the resources it provides. This discussion is occurring because for a short time, the membership price is reduced. This program includes the consultant, Jade, that the PFC Board has been working with for a few years, as well as a library of information and conference access. Jaime and Gaia voiced their support of the program, with Gaia advocating that the Board use it more actively and frequently. Participating in CBLD is in the budget, and Angie strongly advocated for continuing the program. The Board is generally in agreement with continuing the program. **Amanda moved, Steve seconded, to accept the discounted agreement to continue the CBLD program. All in favor (6/6) with one abstention, motion carried.**

Call with Jade – Jade is calling to talk about the upcoming retreat. Her idea for the retreat is spending time on how to do the job of a Board; how to use the policies to make the job happen; what is the Board’s role in the future vision; and what will make the business viable. For the benefit of new Board members, Jade then summarized the purpose of a retreat. Jade briefly listed other ways co-ops can acquire funds, as part of a viable business plan. The on-hold vision of moving locations was discussed. The Board and Jade discussed some ideas and data in preparation for the retreat.

L.4.1 – Ray asked about the survey graphs, which appear to look good until the questions regarding “would shop again” and “would recommend.” Angie responded that questions like those, specifically overall satisfaction, is difficult to address because much of that response is emotional and quirky. Angie is finding the survey responses helpful with direction to staff, especially for simple customer service

actions. Hannah moved, Amanda seconded to accept the L.4.1 report as non-compliant. All in favor (7/7), motion carried.

Finance Committee Charter – Hannah made one change to the charter since last time. Approval tabled.

Ends Review – E.5 is an educational end. Ray met with Carol Collins about education and co-ops. She thought that energy and enthusiasm is not a priority at this moment, but rather that PFC needed to sell its vision and get buy in, especially for the Board. Angie, from an operations viewpoint, presented the most accessible and achievable action of facilitating community discussions on certain topics. Hannah mused that educational components could be embedded into the PFC shopping experience, rather just as separate events.

E.6 is about PFC being a model employer. Angie is particularly invested in this end, and strives to support professionalism, support, and communication. However, many people evaluate the modelness of one's employer by the wages provided, and this is a challenge.

E.7 is about remembering the history of PFC and use it to thrive in the future. The newer Board members currently have trouble bridging the gap between the co-op of the past and its current conditions, and how that informs where PFC is going. Amanda, as both a Board member and an employee, wants to be able to better connect and engage with shoppers/member-owners who have been shopping at PFC for decades. Mary warned about focusing too much on the history, non-selectively. "Wisdom" gained from the history is what needs to be carried forward.

Multi-Year Planning – It is written in the policies that PFC has a 3-year plan. Last year, Angie created a "plan to get a plan."

Jaime organized the discussion based on his suggestion of: one-year to profitability, two years maintenance and growth.

- In this plan, should there be a designated day by which PFC needs to be profitable, or else x happens?
- Monthly benchmarks presented to the Board (via L.4.1 reporting)
- Predictions of future fund balance needed
- Every year in September-December, the Board needs to evaluate the status/benchmarks of the multi-year plan
- Should Board require that plan is brought to outside 3rd party?
 - o Angie is wary of co-op financial plans being evaluated by people who run very different types of businesses or generally have different types of benchmarks. Food retail would be a reasonable 3rd party. This evaluation would be an appendix to the plan.
- Old financial plans need to be recovered. E.g. what were the benchmarks/plans when opening the café?
 - o Angie has not found any such documents
- Plan should include ways to increase cash. Cash should be a benchmark.
- Input from employees?
 - o Angie uses informal and formal tools already
 - Formal: department managers working on their own budgets
- Need to determine why PFC has fewer shoppers
- Reasons to keep going, not just reasons to stop.

Angie believes the current personnel resources are perfectly satisfactory for this plan.

The discussion shifted to focus group use for visioning and financial planning. The advice was given that, for finances, bona-fide focus groups, with a professional, is necessary. This route is an expenditure. A few Board members did not agree with spending much, if any, money on this. Real data are still important.

Task List –

- Everyone: Consider going to the CBLD conference in Chicago this weekend!
- Everyone: Provide feedback via email about your thoughts about signing onto the climate pledge.
- Everyone: Review the finance committee charter and provide comments.
- Everyone, especially Hannah and Jaime: listen to August recording to try to piece together remaining notes about finance committee.
- Hannah: Reach out to people about joining finance committee.
- Mary: Pick up key on Friday, October 11 for cooperative building. Talk to Gaia for more details.
- Jaime: Talk to Carol about other focus group options
- Jaime: Assign retreat prep homework
- Amanda: Inquire about which stores are closing for the Climate Strike and what their strategies for the day are. Send out information ASAP.
- Linkage: Reach out to Cultivate Coffee to meet there or meet with the owners.
- Angie: Update predictions of future fund balance.
- Angie: Ask Ken to email Climate Strike organizer about materials and how to move forward.
- Angie: Reorganize L.4.1 document (completed/old items moved elsewhere)
- Angie: Look into providing read-only Excel spreadsheets for WSR and other finance documents
- Angie: Report next month, potentially: where in process with NCG
- Rosie: add multi-year plan evaluation to general calendar

Future Meetings— The next Board meeting is scheduled for October 16, 2019, at St. Andrews Church.

Meeting Evaluation –

- Good, despite tension
- Maintaining responsible enthusiasm
- Seeing reality
- Ends discussion was good
- Everyone is engaged

Executive Session – **Jaime moved, Steve seconded to move into executive session for matters of finance. All in favor (7/7), motion carried.**

Adjournment – **Gaia moved, Ray seconded to adjourn the general meeting. Meeting adjourned at 9:25pm. All in favor (7/7) motion carried.**

Respectfully submitted,

Rosie Pahl Donaldson, Board Administrator acting as Board Secretary