

People's Food Co-op Board of Directors Meeting
 Wednesday, November 20, 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: October Minutes, Absences, L.4.10, L.3, Committee Reports, Approval of Leah Hagamen to join the Board of Directors	G.7.7	All	Approve	Minutes, Attendance, D1, D2, D3, D4
6:50	7:00	E	10	Questions and Comments on GM Report, Treasury and Finance	G.2.2, M.4	Angie, All	Q/A, Approve	E1, E2a, E2b, E2c
7:00	7:05	F	5	L.9 Vote		All	Approve	F1
7:05	7:10	G	5	L.4.1 Review	L.4.1	Angie	Questions, Approve	G1
7:10	7:20	H	10	Ends Review: 5 through 9		Jaime, All	Approve	See Ends
7:20	7:30	I	10	Conversations with Local Businesses		All	Discuss	None
7:30	7:40	J	10	Board Budget		All	Discuss	None
7:40	7:45		5	Break				
7:45	8:15	K	30	Multi-Year Plan		All	Discuss	None
8:15	8:25	L	10	Capital Campaign		All	Discuss	None
8:25	8:30	M	5	Task List Review/Future Meeting Date		All	Discuss	None
8:30	8:35	N	5	Meeting Evaluation		Rosie	Discuss	None
8:35	8:36	O	1	Adjournment		All	Evaluate	None

**People's Food Co-op
 Board of Directors Meeting Minutes – November 20, 2019**

Location: St. Andrews Church, Division St.

Attendance

Board Members Present:

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

Leah Hagamen (board member being voted in today, during consent agenda)

Also attending:

Angie Voiles, General Manager

Call to order – Jaime called the meeting to order at 6:33pm.

Agenda Review – Adding 5 minutes for Linkage Update and Policy Change Discussion L.1.6. **With the addition, Hannah moved, Ray seconded to approve the agenda. All in favor (6/6), motion carried.**

Member Comments – No members present.

Announcements, Info-Sharing, Future Scanning, President's Remarks – Gaia made a request from the Board for a list of previous Board Members. Jaime requested timeliness of work from the Board. Next newsletter will be in 2020. Marketing calendar for 2020 has been developed.

Consent Agenda – L.4.10 is pulled from the consent agenda. **Amanda moved, Mary seconded to accept the consent agenda as amended. All in favor (6/6), motion carried.** Leah is now a voting party.

Questions and Comments on GM Report, Treasury, Finance – There were 121 reinvestments in the last month. The most recent coupon’s redemption rate is 10%, up from previous 3%. PFC is posting their jobs everywhere; lots of other downtown/Kerrytown businesses are hiring too.

Leah asked if PFC could pair their sustainability efforts with the City of Ann Arbor’s sustainability work. Ray replied that the City has come in to talk about zero-waste. Angie has been working on the logistics of recycling soft-plastics.

Jaime asked about known strategies for preventing personal menstrual hygiene products from going into the pipes and rather into the trash. Cautionary signage is poor at changing behavior but instead just changes perception.

Jaime and Leah asked if there was a way to showcase shopper use of reusable bags and reduction of paper/plastic bag use.

Hannah moved, Ray seconded to accept the GM Report and Treasury/Finance Reports. All in favor (7/7), motion carried.

L.4.10 – The Board pulled L.4.10 (quarterly report) from the consent agenda because it was reported as out of compliance. Angie spoke to losses over the quarter. The source of the profit margin erosion is easily identifiable. There has been a slight decline in day’s cash (if no money was being made but continued operating, how many days could the business continue?), but they are above the recommended 10 days.

Gaia moved, Amanda seconded to accept the L.4.10 report as being in non-compliance. All in favor (7/7), motion carried.

L.9 Change Vote – The Board and GM discussed if capital campaign money is considered a gift. **Hannah moved, Ray seconded to accept the new L.9 policies. 6 in favor, 1 abstention. Motion carried.**

L.4.1 – There was some discussion about postponing the acceptance of L.4.1 and about how it works with the multi-year planning. **Hannah moved, Amanda seconded to accept the L.4.1 report as being in non-compliance.** Further discussion took place about other things the Board would like to see in L.4.1 reporting. The Board needs to specify the format they would like from the GM. Any new format developed may not be able to be implemented next month. **0 in favor, 7 opposed, motion failed.**

Ends Review –

E.5. – Important with the City’s sustainability discussion. This is PFC’s opportunity to “walk the talk.”

E.6 – Acknowledge earlier, recognizing what’s valuable to the worker.

E.7 – Yes!

Conversations with Local Businesses – Mary reviewed the conversation surrounding this thus far. One business person did offer to be a mentor to PFC, especially on developing a vision. Zingerman’s also has resources available. Discussion ensued on how to organize these meetings, what function these other people will serve within visioning, and how to come to consensus on what they are looking for from businesses/individuals the Board is talking to. The Board reiterated focusing on policy vision, not operations vision.

Board Budget – The Treasurer created a rough draft budget and will complete it by next meeting.

Multi-Year Planning – Representatives from the Old Fourth Ward Association – Chris Crocket, Julie Ritter, Jeff Crockett – gave a presentation at this time. The Association promotes historic preservation,

downtown living, local businesses, etc. The Association has been brainstorming how to help PFC. For example, they've partnered with PFC's marketing director and Beyond the Diag to deliver "goody bags" that included PFC information. Affordable housing is going up on Catherine Street and local businesses are interested in the housing's effect on parking.

Angie reviewed the operations side of multi-year planning.

Jaime reviewed the Board side of multi-year planning. The two main branches are the "policy part" that guides the GM and the "vision part" that guides the business. Jaime would also like to make Ends more concise or more actionable. Financial learning is still on the way.

Capital Campaign – Jaime summarized the history of the aforementioned affordable housing development that the City of Ann Arbor has decided to pursue. There are two developments: one on Catherine and one on Ashley. Representing PFC, Jaime expressed interest in cooperating in the process. This will inform the multi-year plan and capital campaigning in a few potential ways, including being a business that moves into the bottom floor of one of these buildings.

Linkage Update and Policy Change Discussion– Linkage has accepted the vote to hold the Annual Meeting on April 15th. A speaker from the Detroit co-op is coming to speak.

Focus groups have started and the first focus group on Monday went smoothly, though 7 people signed up with only 3 people showing up.

L.1.6 dictates that a member who requests a refund must be refunded within 90 days. Ray suggested that the policy should perhaps be expanded to prevent PFC from completely running out of money because of the refunds. At this point, this is not necessarily an issue, but Ray is concerned about members who have not reinvested finding out in January 2020 that they are no longer members. Angie suggested that this is a question for Jade, the co-op consultant. There would also have to be strict measures for when a refund may be denied or requires Board approval.

Task List –

Responsible Party	Task	Due Date
Rosie, All	Send Gaia previous Board Director names you are aware of.	12/06/2019
All	Develop a format for L.4.1 that the Board would like and submit it to GM	
Jaime	Engage with the City of Ann Arbor on being a partner in sustainability	
Jaime	Reach out to appropriate parties about engaging in local businesses	11/27/2019
Jaime	Set up a meeting with Ari and try to get him to a regular Board meeting as well	12/06/2019
All	Put more people into spreadsheet to talk to for visioning	
Hannah	Talk to Angie and Jaime, and finalize Board Budget	12/12/2019
Jaime	Create document about vision	11/21/2019
All	Add to said document	12/02/2019
Rosie	Upload focus group notes	11/27/2019
All	Look at Board statement about reinvestment	12/06/2019
Linkage	Set up tabling about reinvestment change in January	12/06/2019
All	Develop revision language for L.1.6	12/12/2019

Future Meetings— The next regular Board meeting is scheduled for December 18, 2019, at St. Andrews Church. December 11, 2019 will likely be a working group meeting.

Meeting Evaluation –

- Engaged, passionate
- Welcome back, Leah!
- Doing a lot of work
- Good dialogue
- Thankful for everyone here!

Executive Session – **Jaime moved, Mary seconded to move into executive session for board member reasons. All in favor (7/7), motion carried.**

Adjournment – **Ray moved, Hannah seconded to adjourn the general meeting. Meeting adjourned at 8:56. All in favor (7/7) motion carried.**

Respectfully submitted,

Rosie Pahl Donaldson, Board Administrative Assistant acting as Board Secretary