

People's Food Co-op Board of Directors Meeting									
Wednesday, January 22, 2020 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: December Minutes, Absences, L.3, L.8, Board Budget	G.7.7	All	Approve	Minutes, Attendance, D1, D2, D3	
6:50	7:00	E	10	Questions and Comments on GM Report (no Treasury and Finance this month)	G.2.2, M.4	Angie, All	Q/A, Approve	E1a, E1b	
7:00	7:10	F	10	L.4.1 Review	L.4.1	Angie	Questions, Approve	F1	
7:10	7:40	G	30	Multi-Year Plan		All	Discuss	G1	
7:40	7:45	H	5	Break					
7:45	8:05	J	20	Board Recruitment & Development		All	Discuss		
8:05	8:25		20	Member Communication & Engagement		All	Discuss		
8:25	8:30	K	5	Ends Review: 5 through 7		Jaime, All	Discuss	See Ends	
8:30	8:35	M	5	Task List Review/Future Meeting Date	Ends	All	Discuss		
8:35	8:40	N	5	Meeting Evaluation	Board	All	Discuss		
8:40	8:41	O	1	Adjournment	Board	All	Approve		

**People's Food Co-op
Board of Directors Meeting Minutes – January 22, 2020**

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

Also attending:

Angie Voiles, General Manager

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

Agenda Review – **Mary moved, Ray seconded to approve the agenda. All in favor (7/7), motion carried.**

Member Comments –

David: Lives about one block from co-op. No other comments.

Danielle: Recently relocated to downtown and has been using PFC more and thinks it's a great resource.

Announcements, Info-Sharing, Future Scanning, President's Remarks – Gaia is going to a March 21st weekend meeting of co-op activists. Lucky's Market is closing, as is Hollander's (local business). Treasure Mart (local business) is being sold. The President reports that the Board had a great work session last week. Jade, Angie, and Jaime will have another talk next week. No new information on financial literacy class that was to be offered. Staff appreciation party is February 6th.

Consent Agenda – **Mary moved, Hannah seconded to approve the consent agenda. All in favor (7/7) motion carried.**

Questions and Comments on GM Report (no Treasury and Finance this month) – There were seven refund requests in December. Angie reports that they have not directed the cashiers to bring up the reinvestment, because it may create a negative customer experience. Instead, the status shows up on the screen. Letters are also still being sent out, which did reach people. Ray saw it as a good sign that PFC is still getting new members anyway. The Central Corridor of co-ops has struggled with sales growth and is in particularly competitive markets. Angie also noted that Jeremiah and Meredith are working on SMART goals for prepared foods. **Amanda moved, Ray seconded to accept the GM Report. All in favor (7/7), motion carried.**

L.4.1 – Labor to Sales ratio was typical for the end of the year, with holidays and store closings. Angie wanted to clarify that much of the info she was reporting in L.4.1 will be reported instead in the Business Plan, she is now only updating data for L.4.1 and not writing new content extensively. Mary asked if the Board can help with staffing issues in anyway. Angie replied that she has hope for the future that they will find staff. There was no motion to accept L.4.1, as it is out of compliance and there is currently no plan for correction.

Multi-Year Plan – This is Draft 3 of the Multi-year Business Plan. Angie provided a summary on how to fill in missing years. She has a call scheduled with people from NCG to talk about financial projections. There are still some issues with even producing projections e.g. finances are still calculated as if PFC has two separate storefronts. Angie is hopeful that by the next Board meeting, the missing elements will be filled in.

Mary asked why the only goal stated in the business plan was to be able to relocate the business; why is it not a goal to achieve sustainable business? Angie replied that she needed to form the business plan around a single vision. Relocating the business could imply a benchmark of achieving financial sustainability.

Change for the Community will hopefully be launched in February.

Jaime asked for some explanation in the next draft about how numbers on page 12 were derived. Ray asked about the availability of the final business plan. Jaime suggested that it is not made available to the general public but would be available to anyone PFC approached for financing. Ray countered that while there is privileged information in the business plan, there is also really helpful general information that should perhaps be available to the public. Perhaps a certain version of this plan could be made that would distill information for the public.

Mary suggested that construction in the Kerrytown area would be an opportunity in the long-run and a threat in the short-run for the SWOT analysis. Angie clarified that this particular SWOT analysis was more about leadership, and construction will become more important as it looms nearer.

Gaia clarified that, in the bylaws, it is the Board that hires and is responsible for the GM.

Leah asked if it was appropriate for the business plan to include discussion about what might happen if the goal was not achieved. Angie replied that the main purpose of a business plan is to have something

to show to investors, and showing what would happen if the goal was not achieved does not serve that purpose. Gaia expanded that it could be important to have an exit strategies, as the bylaws do. Angie reiterated that she has not received any direction from her consultants that such a thing should be in the business plan.

The plan shows positive direction. The Board appreciates the hard work gone into this.

Board Recruitment and Development – Recruitment

Jaime asked the Board what they have done to try to recruit people.

Hannah has reached out to 3 people and has gotten interest from 1. Gaia called several people and left voicemails. 2 people expressed interest. 1 person turned it down.

The Board discussed possible best methods of recruiting/contacting people:

- If the Board were to request information from the member database for recruiting purposes, the Board would first have to authorize the GM to use the member database for such a purpose. This and similar uses are not stated to new members when they sign up. The Treatment of Members policy would need to be consulted. The Board generally felt that using the database for recruiting specific individual is not best treatment of member information.
- Is the Board looking for individuals with specific skills, or just people who can fulfil the duties of a Board member?
 - Jade has previously recommended focusing on people who can be committed to the Board, regardless of particular skills

There have been no actual applications turned in for the election. The deadline is February 11 for applications and February 23 for petition candidates. The deadline has been extended a week in previous years.

The Communications Director (Ken) has been advertising recruitment. Angie advises against getting other staff to ask shoppers.

Development – what else should be done to support Board members?

Buddy system: pair an incoming Board member with an existing member.

Need to learn more about capital campaigns

Could get mentoring from professional facilitator in anticipation of annual meeting.

Annual Meeting

The Board discussed how best to communicate the vision at and after the annual meeting.

The conversation needs to be controlled.

Member Communication and Engagement –

The Board reviewed what they do already. Jaime had set up a Board-communications only email list about a year ago but wanted polished messaging so hasn't used it yet. Gaia suggested that a "run for the Board!" email might be a great way to start. Angie stressed that emails need to be highly edited and thoughtful.

Board would like to put out a quarterly newsletter, or quarterly column in the existing newsletter. To be discussed next month.

Ends Review –

E.5) We develop collective community wisdom around health and nutrition, principles and practices of sustainability, cooperative values and principles, and our own cooperative history.

Community wisdom is a loaded set of words. Developing knowledge around health and nutrition is epistemologically difficult. Angie and Ken have a few health/nutrition related classes coming up. Some dogmatic health/nutrition speakers in the past have been given negative reviews. Some Harvard researchers released a study saying that the FDA recommendations should not include red meat. Gaia would like to rework this ends policy.

About sustainability: Jaime wishes that PFC’s nearness to parking was less advertised, and more language was used about walkability and nearness to other businesses.

E.6) We are a model employer demonstrating a culture of professionalism, mutual support, and open communication which is based on the balance of personal and organizational needs.

Tough to answer without speaking to employees.

E.7) Remembering and building on Peoples Food Co-op’s history we will thrive into the future!

This isn’t particularly measurable, and should perhaps be changed in the future.

Task List –

Review of December

Assigned Date	Due Date	Lead	Task	Status
12/18/2019	01/09/2020	Ray, Angie	Newsletter blurb about compostable bag data and info	Not started
12/19/2019	01/06/2020	All	Provide Ray with feedback on Annual Meeting agenda	Done
12/20/2019	01/10/2020	Hannah	Finish Board Budget	Done
12/21/2019		Jaime, Angie	Get together to reformat data in graphs for multi-year planning.	Done
12/22/2019		Ray	Engage with Malik	Done
12/23/2019		All	Send comments/questions about multi-year plan	Done
12/24/2019	01/10/2020	Rosie	Implement new Task list tab	Done
12/25/2019	01/15/2020	Jaime	Add Task responsibility to new Board appendix	Underway
12/26/2019		Jaime	Continue to engage with the City of Ann Arbor on being a partner in sustainability	Underway

12/27/2019		Jaime, Angie	Continue to reach out to appropriate parties about engaging in local businesses	Underway
12/28/2019	12/19/2019	All	Sign up for tabling	Done
12/29/2019		All	Develop a format for L.4.1 that the Board would like and submit it to GM	Underway
12/30/2019		All	Put more people into spreadsheet to talk to for visioning	Underway
12/31/2019		Jaime All	Create document about vision Add to said document	Not started → Vision subcommittee
1/1/2020		All	Look at (create) Board statement about reinvestment	Done
1/2/2020		Amanda	Plan staff party and figure out tasks for Board members	Done
1/3/2020	12/22/2019	Rosie	Update policies in master doc and website	Underway
1/4/2020	12/23/2019	Gaia, Mary, All	Revisit rescheduling of January Board meeting (check personal calendars, AADL calendar)	Done

Assigned Date	Due Date	Lead	Task	Status
01/26/2020	Next meeting	All	Board discuss desired 3 rd party to review multi-year business plan	
01/26/2020		Jaime	Continue to reach out to prospective board members	
01/26/2020		All	Add all recruited/desired people to google doc that tracks this.	
01/26/2020		Jaime	Contact Food Summit about recruitment	
01/26/2020		Mary	Post recruitment on Nextdoor	
01/26/2020		Jaime, Angie	Discuss capital campaign learning during Jaime-Angie-Jade phone call	
01/26/2020	04/01	All	Vision plan document for annual meeting	
01/26/2020	01/26, Send email 01/27	All	Create email for recruitment to go out on Board email list (final draft, fully edited)	
01/26/2020	1/24	Angie	Can staff create a special email list for Board emails?	

01/26/2020		All	Think about quarterly newsletter possibility	
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Future Meetings— The next regular Board meeting is scheduled for February 19, 2020 at St. Andrews Church. February 12, 2020 will likely be a working group meeting.

Meeting Evaluation –

- Like new task list with accountability from last month’s session
- Want to make sure that the public who is attending does not feel like the Board is speaking in a “foreign language”
- Some parts dragged
- Need to download packet ahead of time
- Stayed on timeline
- Board Recruitment and Development could maybe be a working session discussion
- Overall, Board is becoming efficient

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

Adjournment – **Amanda moved, Mary seconded to adjourn the general meeting. Meeting adjourned at 8:46. All in favor (7/7) motion carried.**

Respectfully submitted,

Rosie Pahl Donaldson, Board Administrative Assistant acting as Board Secretary