



Board of Directors Meeting

Wednesday, March 17, 2021 at 6:30pm, Virtual Meeting

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: February Minutes, Absences, Linkage Committee Report, Nominations Committee Report	G.7.7	All	Approve	Minutes, D1, D2
6:50	7:00	E	10	E.1-E.4 Monitoring Report	L.4.10	All	Approve	E1
7:00	7:05	F	5	Amend GM Monitoring Calendar for E policies		All	Approve	None
7:05	7:15	G	10	Questions and Comments on GM's Finance Report	G.2.2, M.4	Angie, All	Q/A, Approve	G1a-c
7:15	7:25		10	Break				
7:25	7:40	H	15	Board Election and Election Newsletter	G	Nominations Committee	Discuss	None
7:40	7:45	I	5	Task List Review/Future Meeting Date	Board	Admin Asst	Discuss	Task List
7:45	7:50	J	5	Meeting Evaluation	Board	All	Discuss	None
7:50	8:20	K	30	Executive Session: L.3 Multi-Year Operational Plan & Financial Budget - Part 1 (2021)	L.3	All	Review draft	K1, K2
8:20	8:21	L	1	Adjournment	Board	All	Adjourn	None

**People's Food Co-op
Board of Directors Meeting Minutes – March 17, 2021
Location: Virtual Meeting, Bluejeans**

Attendance

Board Members Present:

- Jaime Magiera (President)
- Ray Anderson (Vice President)
- Amanda McCreless (Secretary)
- Hannah Davis (Treasurer)
- Mary Rooney
- Pat Zabawa
- Victoria Westman

Not Attending

Also attending:

Angie Voiles, General Manager

- Matthew, prospective board member
- Michael Metzger, member-owner, prospective board member
- Alan Haber, member-owner
- Odeal Haber, member-owner
- Skye Wolford, PFC staff
- Jeff Tenza
- Ken Parks

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

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

Member Comments –

Alan Haber: Concerned about the store ban that was put on an individual last September, considers it uncooperative. Has contacted the Board multiple times about his concerns. Alan has been part of Peoples Food Co-op for a long time.

Odeal Haber: Concerned about the ban. Has been part of PFC for 20 years. Would like a response from the Board to their communications.

Matthew: Submitted to be on the Board and previously been on the Board. Has read the annual reports and wondered about the loss in income last year. Their understanding of the finances suggests that member-owners could not get their share/fee back if PFC closed this year, and they think the member-owners should be aware.

Skye Wolford: Is here to address the individual ban. Skye is an employee and believes in the reasons the individual was banned. Stated that the issue should remain a staff issue and should not become a Board issue.

Ken Parks: Has been concerned about PFC's direction for a few years. Is aware that he has an incident file at PFC. Ken wants the Annual Meeting to take up the issue of the ban and "political correctness."

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

- A bring-your-own-container store is opening in Ann Arbor, focused on the proprietor's products.
- Some proofs for covers for the PFC book are coming in. Linkage will decide on the best cover.
- Board meetings will switch to Zoom next month.
- The GM evaluation is underway

Consent Agenda – The February minutes will need to be amended because votes took place after the main meeting. **Ray moved, Victoria seconded, to accept the agenda as amended. All in favor (7/7), motion carried.**

E.1 - E.4 Monitoring Report -

Jaime gave an overview for attendees of what the Ends policies are and what monitoring is.

- Pleased with sales of fair trade items
- The definition of volunteering was limited to in-person, but staff can explore new ways of volunteering

Hannah moved, Victoria seconded to accept the E.1-E.4 Monitoring Report, with E.3 being out of compliance. All in favor (7/7), motion carried.

Amend GM Monitoring Calendar for E policies - E.5 was added to Ends a long time ago, but monitoring was never updated to reflect it. Angie would like to report on all E policies in March, in advance of the annual meeting. **Pat moved, Amanda seconded, to amend the monitoring calendar to make E.1-E.5 the March monitoring item moving forward. All in favor (7/7), motion carried.**

The Board briefly discussed how they would go forward with revisiting all policies, as they had planned to do in 2021. The Board will likely revisit them in a series of working sessions.

Questions and Comments on GM’s Finance Report –

- Hannah asked about pay-for-your-parking deals, which had a low redemption rate, but wondered if it brought customers in at the redeemable times anyway. Angie will talk to the Marketing Manager for the information.
- There is a link on the main PFC webpage regarding the Double-Up Food Bucks program
- Website revamp is coming
- Expanding on the recent PFC website outage: something in the script prevented all pages except the homepage to be out of commission from early afternoon to late evening on March 8
- The Mercator/PFC webpage has lots of 5-star reviews

Amanda moved, Hannah seconded, to approve the GM’s Finance Report. All in favor (7/7), motion carried.

Board Election and Newsletter - The Nominations Committee was unable to obtain its minimum of three candidates for the Board, and the deadline has passed. There are two candidates. The Newsletter has a paper ballot, and there is online voting available. Ray asked the Board for input on how to proceed, but the election can’t be run with only two candidates.

- Victoria encouraged the Board to maintain the election requirement, and not consider the route of appointment
- The bylaws say that if a board member dies or resigns, or a failed election occurs, a new person can be voted in by the Board to finish the term.
- The Board is supposed to have 9 members, but it’s been operating with 8 members.

Ray is working with Ken (Marketing Manager) about how the newsletter will go out. Ray is now exploring promotion methods for the annual meeting guest speaker. Should the election newsletter content be wrapped into the annual report?

- Angie should have the financials ready in the next couple weeks, but the printing timeframe is unclear
- If there will be no election in the election newsletter (where the paper ballots are usually printed), does the election newsletter then need to be printed? No, not necessarily.
 - Then the guest speaker can be promoted ahead of time in the newsletter, and also on social media etc.
- The Board has had poor virtual turnout to meetings, compared to in-person meetings.

Michael Metzger provided some comments on why he wanted to join the Board.

Task List –

Assigned Date	Due Date	Lead	Task	Status
03/17/2021		Linkage	Decide on the best book cover	
03/17/2021		Mary	Start scheduling policy revue and gather group	
03/17/2021		Angie	Ask Ken (Marketing Manager) if pay-for-parking brought customers in earlier and report to Board	

03/17/2021		Hannah	Email Angie about graph change request in GM Report	
03/17/2021		Pat	Email Angie about chart label	

Future Meetings— The next regular meeting is April 21, 2021. This will be a virtual meeting. The annual meeting is April 27, 2021.

Meeting Evaluation –

- Didn't linger on issues not on the agenda
- Good discussion
- Excited to see member-owners show up
- Hard to balance everyone's voice with getting things done
- Good facilitating under heat

Executive Session (L.3 Multi-Year Operational Plan & Financial Budget - Part 1 (2021)) - Pat moved, Hannah seconded to move into executive session for financial matters. All in favor (7/7), motion carried.

Adjournment – Ray moved, Mary seconded to adjourn the general meeting. Meeting adjourned at 8:08pm. All in favor (7/7) motion carried.

Respectfully submitted,

Rosie Pahl Donaldson, Board Administrative Assistant acting as Board Secretary