



Board of Directors Meeting

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

<https://zoom.us/j/92456010887?pwd=UERaWG9VR25lb0ZncFVXaC9KQTIVQT09>

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	G.7.7	All	Approve	Minutes
6:50	7:00	E	10	Questions and Comments on GM's Finance Report	G.2.2, M.4	Angie, All	Q/A, Approve	E1a,b
7:00	7:05	F	5	L.4.10 Monitoring	L.4.10	All	Accept	F1
7:05	7:10	G	5	Wegner CPA Contract		Treasurer	Approve	G1
7:10	7:15	H	5	Board Budget	G.8.2	Treasurer	Discuss, Approve	H1
7:15	7:45	I	30	Board Recruitment and Retention		Nominations	Discuss	I1, I2, I3, I4
7:45	7:50	J	5	Task List Review/Future Meeting Date	Board	Admin Asst	Discuss	Task List
7:50	7:55	K	5	Meeting Evaluation	Board	All	Discuss	None
7:55	8:00		5	Break				
8:00	8:25	L	25	Executive Session: L.3 Multi-Year Operational Plan & Financial Budget - Part 1 (2021)	L.3	All	Review	L1
8:25	8:26	M	1	Adjournment	Board	All	Adjourn	None

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

Attendance

Board Directors Present:

Jaime Magiera (President)
Pat Zabawa (Vice President)
Amanda McCreless (Secretary)
Ray Anderson
Matthew Metzger

Also attending:

Angie Voiles, General Manager

Call to order – Jaime called the meeting to order at 6:38pm.

Agenda Review – **Michael moved, Ray seconded to accept the agenda. All in favor (5/5), motion carried.**

Member Comments – None

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

- Starting next meeting, Jaime and Ray will be taking a step back from leadership to prepare other Board members for their departure

Consent Agenda – **Ray moved, Pat seconded, to accept the agenda as amended. All in favor (5/5), motion carried.**

Questions and Comments on GM's Finance Report – No questions or comments.

Ray moved, Amanda seconded, to accept the GM's Finance Report. All in favor (5/5), motion carried.

L.4.10 - EIDL is not a forgivable loan (PPP was), but it is a very long term loan with low interest. With losses of \$100,000 per quarter, PFC does not have a long cash life left--however there are more pending cash flows that are not accounted for in L.4.10, such as the Employee Retention Credit. There is a Board insurance item in the L.4.10, but there is also Board insurance in the Board budget--these are the same line item.

Pat moved, Amanda seconded, to accept L.4.10 as not in compliance. All in favor (5/5) motion carried.

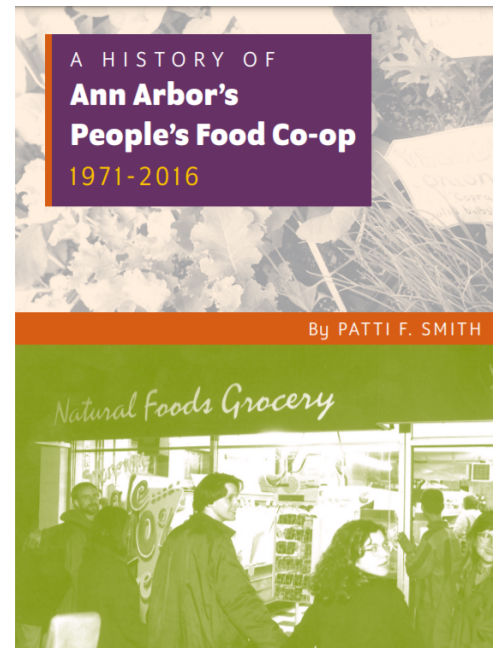
Wegner CPA Contract - For decades, PFC has employed Wegner, a CPA firm that specializes in financial statements for cooperatives. They perform audits and reviews at the request of the Board. PFC usually orders audits every 3 years. This year is an audit year.

Pat moved, Amanda seconded, to authorize the use of Wegner CPA to audit PFC's financials. All in favor (5/5), motion carried.

Board Budget - This month's budget is a draft for discussion; the final approval will be next month. Pat suggested to separate the Columinate subscription from the "Training, Travel, Conventions" line item. The "Miscellaneous" expenses will also be illuminated next month.

Board Recruitment and Retention - There were four discrete items being discussed:

1. A 2022 Board application packet was presented to the Board. **Ray moved, Amanda seconded to approve the new Board packet. All in favor (5/5), motion carried.**
2. The Board wrote a letter that will be emailed out to the big email list, encouraging folks to apply to be on the Board. **Ray moved, Michael seconded, to approve the letter to members about running for the Board. All in favor (5/5), motion carried.**
3. A history book about PFC is going back into print for PFC's anniversary. The Board was working on cover art for this book. The Board members stated their preferences for the various cover options. It is undecided if this will be physically printed or just be republished as a pdf. The Board decided on cover art option 1
4. The flyer is fine.



Task List –

Due Date	Lead	Task
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	Amanda	Create employee appreciation document
	Ray	Final Board Budget for next meeting
	Angie	Coordinate with Ken about posting on the main website page
	Pat	Email Ken the letter
	Angie	Find out whose expense and how much the first book publish was
11/17/2021	Rosie	Make pdf of Board packet
	Pat	Send flyer to Ken

Future Meetings— The next regular meeting is December 15, 2021. This will be a virtual meeting.

Meeting Evaluation –

- Good meeting
- Nice job, Pat

Executive Session (L.3 Multi-Year Operational Plan & Financial Budget - Part 1 (2021)) - Pat moved, Jaime seconded to move into executive session for financial discussion. All in favor (5/5), motion carried.

Adjournment – Pat moved, Jaime seconded to adjourn the general meeting. Meeting adjourned at 7:55pm. All in favor (5/5) motion carried.

Respectfully submitted,

Rosie Pahl Donaldson, Board Administrative Assistant acting as Board Secretary