



Board of Directors Meeting

Wednesday, February 16, 2022 at 6:30pm, Virtual Meeting

<https://zoom.us/j/92456010887?pwd=UFRaWG9VR25lb0ZncFVXaC9KQTlvQT09>

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, Linkage Committee Update, Nominations Committee Update, Treasurers Update with Board Budget	G.7.7	All	Approve	Minutes, D1, D2, D3a- D3b
6:50	7:00	E	10	Questions and Comments on GM's Finance Report	G.2.2, M.4	Angie, All	Q/A, Accept	E1a,b
7:00	7:05	F	5	L.3 Monitoring	L.3	All	Q/A, Accept	F1, N1
7:05	7:10	G	5	L.4.10 Monitoring	L.4.10	All	Q/A, Accept	G1a-c
7:10	7:15	H	5	Proposal to Increase Vice President Gift Card Amount		Pat	Discuss, Decide	None
7:15	7:25	I	10	Bylaw change discussion: 2-year terms	Bylaw 5-2	Michael	Discuss	See January minutes
7:25	7:30	J	5	Recording and Posting of Meetings	G.7.7	Michael/Jaime	Discuss	See Dec/Jan Minutes
7:30	8:00	K	30	Board Recruitment and Retention		Nominations	Discuss	None
8:00	8:05	L	5	Task List Review/Future Meeting Date	Board	Admin Asst	Discuss	Task List
8:05	8:10	M	5	Meeting Evaluation	Board	All	Discuss	None
8:10	8:15		5	Break				
8:15	8:16	N	1	Executive Session: L.3 Financial Plan	L.3	All	Review	N1
8:16	8:17	O	1	Adjournment of Regular Meeting	Board	All	Adjourn	None

**People's Food Co-op
Board of Directors Meeting Minutes – February 16, 2022
Location: Virtual Meeting, Zoom**

Attendance

Board Directors Present:

- Jaime Magiera (President)
- Pat Zabawa (Vice President)
- Amanda McCreless (Secretary)
- Ray Anderson (Treasurer)

Not in Attendance

Matthew Metzger

Also attending:

Angie Voiles, General Manager

David Helmbold

Susan Randall

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

Agenda Review – Bylaw Changes was struck from the agenda due to Michael being absent—bylaw changes would be a discussion for 2023 election anyway. **Ray moved, Pat seconded to accept the agenda. All in favor (4/4), motion carried.**

Member Comments –

None

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

- In 2 months (after the election), Jaime and Ray will be leaving the Board.
- Crazy Wisdom has closed, but will exist as an online store. Crazy Wisdom and PFC have shared similar values and participation from community members.

Consent Agenda – Amanda moved, Pat seconded, to accept the agenda as amended. All in favor (4/4), motion carried.

Questions and Comments on GM’s Finance Report –

- The final graph in the GM Report was missing some identifying text, so it will be resent out.

Ray moved, Pat seconded, to accept the GM’s Finance Report. All in favor (4/4), motion carried.

L.3 Monitoring - Pat moved, Amanda seconded, to accept the L.3 Monitoring Report as not in compliance. All in favor (4/4), motion carried.

L.4.10 Monitoring - Ray asked if the audit balance sheet will be available for the Annual Meeting. Angie replied that the actual audit is next week, and can ask Wegner to have it ready for the Annual Meeting if it doesn’t require them to rush the audit.

Ray moved, Pat seconded, to accept the L.4.10 Monitoring Report as not in compliance. All in favor (4/4), motion carried.

Proposal to Increase Vice President Gift Card Amount - The idea to increase the gift card amount for the Vice President was to provide an incentive for someone to take on the role, which has more responsibilities than other Board members. One concern was about spending more money when PFC is already strapped for cash. Jaime suggested that it be considered later in the year when the Board budget is set for 2023.

Recording and Posting of Meetings - The majority of the Board does not wish to record and post all meetings. This agenda item will be discontinued.

Board Recruitment and Retention - The Nominations Committee has received 3 applications for the next term. After this election, the Committee hopes to take a broader role and strategy in nominations.

The Board talked about the planning of the Annual Meeting in April. Promotional materials for the speaker were already made last year.

Task List –

Due Date	Lead	Task
Next meeting	Angie	Correct last graph in GM Report and send out
Next meeting	Angie	Ask Wegner about having the balance sheet available for the Annual Meeting

Next meeting	Rosie	Improve big-idea task list for things to revisit - September start looking at Board Budget

Future Meetings— The next regular meeting is March 16, 2022. This will be a virtual meeting.

Meeting Evaluation –

- Short meeting
- Thank you David and Susan for joining
- Got a lot done

Executive Session (L.3 Multi-Year Operational Plan & Financial Budget - Part 1 (2021) - Amanda moved, Pat seconded, to go into executive session for financial reasons. All in favor (4/4), motion carried.

Adjournment – **Amanda moved, Pat seconded to adjourn the general meeting. Meeting adjourned at 7:15pm. All in favor (4/4) motion carried.**

Respectfully submitted,

Rosie Pahl Donaldson, Board Administrative Assistant acting as Board Secretary