



Board of Directors Meeting

Wednesday, July 20, 2022 at 6:30pm, Virtual Meeting

<https://us06web.zoom.us/j/92456010887?pwd=UERaWG9VR25lb0ZncFVXaC9KQTlvQT09>

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	Board	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	C1
6:48	6:50	D	2	Consent Agenda: June Minutes, Absences, Finance Committee Reports, Linkage Committee Report	G.7.7	Board	Approve	Minutes, D1, D2, D3
6:50	7:00	E	10	Questions and Comments on GM's Finance Report	G.2.2, M.4	Angie, Board	Q/A, Accept	E1a-c
7:00	7:10	F	10	Committee Charters and Appointments: Nominations Committee	G.5	Pat	Discuss, Affirm, Appoint	None
7:10	7:18	G	8	Nominations - Remaining Board Seats		Susan	Plan	G1
7:18	7:23		5	Break				
7:23	7:38	H	15	Board Aims: L.3	L.3	Pat	Evaluate	H1
7:38	7:53	I	15	Board Aims: Board Orientation Recap		Pat	Evaluate	TBD
7:53	7:58	J	5	Task List Review/Future Meeting Date	Board	Admin Asst	Set	Task List
7:58	8:03	K	5	Meeting Evaluation	Board	All	Discuss	None
8:03	8:04	L	1	Executive Session		Board	Review	None
8:04	8:05	M	1	Adjournment of Regular Meeting	Board	Board	Adjourn	None

**People's Food Co-op
Board of Directors Meeting Minutes – July 20, 2022**
Location: Virtual Meeting, Zoom

Attendance

Board Directors Present:

- Pat Zabawa (President)
- Michael Metzger (Vice President)
- Amanda McCreless (Secretary)
- Susan Randall (Treasurer)
- Conner Levy

Not in Attendance

Also attending:

- Angie Voiles, General Manager

Call to order – Pat called the meeting to order at 6:32pm.

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

Member Comments –

None

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

- The Board had an orientation meeting on July 8th that included PFC history, national co-op trends, and brainstorming session
- Ypsi Co-op expanded their store recently
- Affinity groups thought up by Linkage: wine, wine-food pairings, food ethics

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

Questions and Comments on GM's Finance Report – Susan asked what times of the year, in historical trends, are slow times and busy times. Angie replied that the slowest quarter is 3rd quarter and busy times correspond with the school year. Peaks are when students are returning, prepping for the holidays, and after new years resolutions. PFC has been getting more applicants for the Prepared Foods Manager than they were getting in the last months.

The Board agreed that they are not required by policy to accept the GM Report every month, so they won't be from now on.

Committee Charters and Appointments - Nominations Committee appointments tabled to next meeting again.

Nominations-Remaining Open Board Seats - Michael expressed concern for the fact that the Board does not have to accept all self-nominees for election. The Nominations Committee is empowered to approve the slate of candidates; there's no exact regulations for what reasons the Committee may not move a nomination forward. Additionally, when PFC has too few nominees for the number of seats being run for, it doesn't hold an election. Michael also found this problematic and thinks all candidates should be put in front of the membership regardless. Guidance on these matters can be put in the Nominations Charter, which is then approved by the Board.

The Board agreed over email to support Michael's proposal to submit an application to the Ross Fellows Internship Program.

Board Aims: L.3 - Board began to discuss whether L.3 policy is yielding everything they want to see in the plan. Conner noted that the multi-year development plan was not robust. Angie gave some history about why that was, which was a Board-directed shift from multi-year planning to turning the co-op's financial performance around in 2022.

There are two things to decide: 1) Did the GM meet the L.3 requirements and 2) Does the Board like the plan?

Amanda moved, Michael seconded, to accept the GM's L.3 report as meeting the L.3 requirements. All in favor (5/5), motion carried.

Board Aims: Board Orientation Recap - Retreat needs to be scheduled.

Task List –

Due Date	Lead	Task
	Michael	Send invitation to Board fellows program
	Rosie	Find minutes on failed elections
	Pat	Assemble GM Eval committee?

Future Meetings— The next regular meeting is scheduled for August 17.

Meeting Evaluation –

- Good meeting
- Refocusing on policy
- Starting tough conversations

Executive Session - No executive session today.

Adjournment – **Amanda moved, Michael seconded to adjourn the general meeting. Meeting adjourned at 8:21pm. All in favor (5/5) motion carried.**

Respectfully submitted,

Rosie Pahl Donaldson, Board Administrative Assistant acting as Board Secretary