



Board of Directors Meeting

Wednesday, July 19, 2023, 6:30pm - 8:00pm - Virtual

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

Item	Item Title	POLICY	WHO ?	ACTION	MAT'LS
A	Agenda Review	G.4.1d/G.7.4	Board	Alignment	Agenda
B	Member Comments (10 minute maximum)	G.9	Attendees	Listen	None
C	Consent Agenda: June Minutes, Absences	G.7.7	Board	Approve	Minutes, Attendance (tab below)
D	President's Report/Announcements/Future Scanning	Board	All	Info share	None
E	GM's Report	G.2.2, M.4	Angie, Board	Q/A	E1, E2
F	FY 2022 Financial Statement from Wegner Accounting	G.8.2	Pat	Approve	F1
G	Policy Monitoring: L.4.10 Financial Condition and Activities	L.2	Angie, Board	Accept	G1, G2
H	Committee Charter Amendments	L.7	Susan	Accept	H1, H2
I	G.4.2 Proposed Policy Amendment	G.4.2	Susan	Approve	I1
J	Committee Assignments	Bylaw Article 7	Susan	Approve	J1
K	L.1 Treatment of Members Cont. - Messaging	L.1	Task Group	Report	None
L	Board Retreat	Board	Susan	Discuss	None
M	Task List Review/Future Meeting Date	Board	Admin Asst	Set	Task List
N	Meeting Evaluation	Board	All	Discuss	None
O	Adjournment	Board	Board	Adjourn	None

**People's Food Co-op
Board of Directors Meeting Minutes - July 19, 2023**

Location: Virtual Meeting, Zoom

Attendance

Board Directors Present:

- Susan Randall (President)
- Conner Levy (Vice President)
- Pat Zabawa (Treasurer)
- Amanda McCreless (Secretary) (joined after Agenda Review)
- Dan Gannon (joined after Agenda Review)
- Eva Giatas
- Laurin Wolf

Not in Attendance

Colleen Crawley

Also attending:

Angie Voiles, General Manager

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

Agenda Review – Conner moved, Eva seconded to accept the agenda as amended. All in favor (5/5), motion carried.

Member Comments – None

Consent Agenda – The Board reviewed the definition of an excused absence vs. an unexcused absence, which is at the Board’s discretion. **Dan moved, Pat seconded, to accept the consent agenda. All in favor (7/7), motion carried.**

President's Report/Announcements/Future Scanning –

- A PFC employee was featured in a July, 2023 Ann Arbor Observer article
- The City of Ann Arbor released an RFP to sell a farm, with the goal of offering an access pathway for farmland ownership for those who do not own any
- Susan visited three food co-ops located in SD and MI in the last month and noticed their different target markets.
- Laurin attended the Columinate training. She recommended Grocery Story by John Steinman.

Questions and Comments on GM’s Finance Report –

- The Cafe opened! Unfortunately, PFC needs to rehire for all Cafe positions because of staff departures, but already has good applicants.
- The Ann Arbor Art Fair (this weekend) historically impacts PFC traffic negatively

FY 2022 Financial Statement from Wegner Accounting - After acceptance of this statement last month, Wegner then provided the final statement which was different from the one accepted. The newer statement made it seem the loss was greater. Pat will be talking with Wegner tomorrow about it. The final statement will thus not be approved at this meeting.

Policy Monitoring: L.4.10 Financial Conditions and Activities - In May, the Board had requested a “financial turnaround plan” from the GM, which she provided for this meeting, and highlighted a few points from the plan. Increasing customer count is PFC’s main growth strategy right now, especially in produce and prepared foods. Grocery and Bulk have undergone a comprehensive price/cost audit. A costing software is now being utilized to properly price recipes. The plan predicts a 12% growth in the next month.

The Board asked about more sales marketing. The workload of the marketing and outreach employees is piled up. The Board could maybe take on a greater outreach role, so the employees could spend less time on outreach and more on marketing, but the Board would still end up requiring resources from PFC staff to do that. The Board discussed ways it could financially support marketing and outreach staff.

Conner moved to authorize \$250 for a Chat GPT Plus subscription for PFC marketing and outreach staff. There was no second. Motion dies.

The Board did ask Angie to have a conversation with staff about how the Board can assist.

Pat moved, Conner seconded to accept the L.4.10 Monitoring Report. All in favor (7/7), motion carried.

Committee Charter Amendments - A highlight of important changes:

- Responsibility for elections is taken away from Community Engagement (Outreach) Committee
- The Nominations Committee becomes the Nominations and Elections Committee

The Board consolidated several proposed changes in the Nominations and Elections Committee Charter during the meeting.

Dan moved, Conner seconded to approve the Nominations and Election Committee charter as proposed. All in favor (7/7), motion carried.

Conner moved, Laurin seconded, to approve the Community Outreach Committee charter as proposed. All in favor (7/7), motion carried.

G.4.2 Officers’ Roles - Vice-President: Proposed Policy Amendment - Conner moved, Eva seconded to approve the G.4.2 policy amendment. All in favor (7/7), motion carried.

Rosie will update the published policy packet with the change.

Committee Assignments -

Assignments as proposed:

Standing Committees	Chair	Members
GM Evaluation	President	Susan Randall (Chair), Conner Levy, Pat Zabawa
Community Outreach	Vice President	Conner Levy (Chair), Eva Giatas, Laurin Wolf, Colleen Crawley, Amanda McCreless
Nominations & Elections		Amanda McCreless (Chair), Laurin Wolf, Dan Gannon, Colleen Crawley
Finance	Treasurer	Pat Zabawa (Chair), Matthew Graff (PFC Member), Carol Collins (former GM, PFC Member), Susan Randall

Reminder that the chair of the Nominations and Elections Committee must have been a Board member for at least one year.

Amanda moved, Dan seconded to approve the committee assignments as above. All in favor (7/7), motion carried.

L.1 Treatment of Members Cont.: Messaging - The Board is developing a newsletter to be published quarterly. The Board will speak with one voice with a single author. The rest of the Board will have two weeks to approve any proposed communication. Eva is working with Angie/ Ken to create a unique design for the newsletter. The foremost topic for now will be PFC finances. The newsletter will also include a GM column, Upcoming Events feature, and a “Meet a Member” feature (to be Laurin Wolf for Sept. issue). Pat Zabawa will author the Sept. feature article on PFC finances.

There was also a return to the issue of communicating risk to new member-owners of potentially not receiving their deposit back if the co-op closes. The Finance Committee will handle this communique.

Board Retreat - Scheduled for October 1, 12pm-5pm. The consultant may be coming in-person for PFC.

Task List –

Due Date	Lead	Task
	Amanda and Conner	Discuss different farms to feature for a Meet Your Farmer/Maker event at PFC Cafe
Today	Pat	Send Wegner meeting link to Board
	Angie	have a conversation with marketing/outreach staff about how the Board can assist.
	Rosie	Update policy packet with G.4.2 amendment and Committee Charter page
	Laurin	Write first newsletter piece: Board interest section “about me”
	Finance Committee	Produce draft of risk communication to new member-owners
	Susan, Pat, Eva	Coordinate on library room booking for retreat
9/04	Pat	Write main newsletter content for September
	All	Propose minutes changes by Thursday before next meeting

Future Meetings— The August meeting will be moved to the 4th Wednesday, August 23 at 6:30 pm on zoom.

Meeting Evaluation – Skipped.

Adjournment – **Pat moved, Amanda seconded to adjourn the general meeting. Meeting adjourned at 8:06pm. All in favor (7/7) motion carried.**

Respectfully submitted,

Rosie Pahl Donaldson, Board Administrative Assistant acting as Board Secretary