



**Board of Directors Meeting**

Wednesday, August 23, 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: July Minutes, Absences, Finance Committee Updates, Community Outreach Committee Updates | G.7.7        | Board        | Approve        | Minutes, Attendance, C1, C2 |
| 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        | Susan        | Approve        | F1                          |
| G    | Policy Monitoring: L.4.10 Financial Condition and Activities  | L.4.10       | Angie, Board | Accept         | G1, G2, G3                  |
| H    | Quarterly Board Budget Report   | G.8.2        | Susan        | Review/Discuss | H1                          |
| I    | Board Support with Marketing  | L.4.10       | Angie        | Report/Discuss | None                        |
| J    | Newsletter Messaging  | L.1          | Susan        | Discuss, Set   | None                        |
| K    | Task List Review/Future Meeting Date  | Board        | Admin Asst   | Set            | Task List                   |
| L    | Meeting Evaluation  | Board        | All          | Review         | None                        |
| M    | Adjournment   | Board        | Board        | Adjourn        | None                        |

**People's Food Co-op**

**Board of Directors Meeting Minutes - August 23, 2023**

Location: Virtual Meeting, Zoom

Attendance

*Board Directors Present:*

- Susan Randall (President)
- Conner Levy (Vice President)
- Amanda McCreless (Secretary)
- Dan Gannon
- Laurin Wolf
- Colleen Crawley

Not in Attendance

- Pat Zabawa (Treasurer)
- Eva Giatas

Also attending:

- Angie Voiles, General Manager

Call to order – Susan called the meeting to order at 6:31pm.

Agenda Review – Colleen moved, Amanda seconded to accept the agenda as amended. All in favor (6/6), motion carried.

Member Comments – None

Consent Agenda – **Conner moved, Amanda seconded, to accept the consent agenda. All in favor (6/6), motion carried.**

President's Report/Announcements/Future Scanning –

- Amanda attended the “Focus on Fresh” conference last month and found it valuable.
- Board Retreat is October 1st at noon. Jade, the consultant, is attending in person. Laurin is unable to attend. Colleen will partially attend. Conner may be remote.
- We the People Opportunity Farm is holding a festival on their farm on Saturday, August 26.

Questions and Comments on GM's Finance Report –

- PFC connected with UM student events. Laurin saw a group of college students at PFC recently.
  - The Board suggested connecting even more specifically with environment-forward student groups. Angie replied that they often seek PFC out!
- A new cafe lead and two cafe staff members were hired and have started working. The consultant for the cafe is coming to help with training.
- The Board asked about the retail space available in the new City-owned affordable housing structure going up next year at Catherine and 4th Avenue for PFC. Angie replied that those spaces have already been spoken for, and the space wouldn't have significantly improved some of the operational challenges PFC currently experiences in their current space.

FY 2022 Financial Statement from Wegner Accounting - On the statement at the end of 2022, PFC had accrued a tax benefit (from its capital loss). Wegner Accounting originally gave a higher amount of credit, which made the balance sheet look better than it really is, since it's not an asset that PFC would be able to use any time soon. **Amanda moved, Colleen seconded, to approve the financial statement from Wegner Accounting FY2022.** Discussion ensued. Conner commented that there is more cash on hand now compared to 2022. The Board reviewed the quarterly losses. **All in favor with one abstention (5/5), motion carried.**

Policy Monitoring: L.4.10 Financial Conditions and Activities - The growth is not where it needs to be at this point. The margins and sales growth in the produce and prepared foods departments, where PFC was focusing its time, has not increased as much as hoped. Building community trust back up in the prepared foods and cafe departments, both of which were closed for years, takes time. There is progress, just slow. Marketing is going to start hitting cafe promotions hard in the next couple weeks.

**Colleen moved, Laurin seconded, to accept the L.4.10 Financial Conditions and Activities policy monitoring report. All in favor (6/6), motion carried.**

Quarterly Board Budget Report - Kristina ran a Board-spending report to compare against the budget (delivered in the GM Report). There appears to be \$16,000 remaining, but a couple categories have been over spent and some of the available funds are for particular expenses (e.g. insurance).

Board Support with Marketing - The Board is very interested in how they can help staff with marketing. The Marketing Department would in fact accept the financial help from the Board to purchase a subscription to ChatGPT, which was a failed Board motion last month. **Conner moved, Amanda seconded, to approve and allocate the \$60 from the Board Budget Miscellaneous category for**

**purchase of a 3 month ChatGPT subscription.** For discussion, Laurin gave a warning about the privacy concerns surrounding ChatGPT, and advised caution with input. **All in favor (6/6), motion carried.**

Newsletter Messaging - The Board is preparing a quarterly Board newsletter. The main article will be written to the members about the financial situation of PFC. The Board wants it to be clear about:

- 1) that PFC is losing money
- 2) what the Board is doing
- 3) how members and shoppers can change the situation
- 4) how PFC is different from other places, how it is cooperative
- 5) we want to hear from you, the members

The Board agreed on a positive tone of growth, action, and change, not failure. The newsletter will also have an event schedule and a “meet a new board member” feature to be written by Laurin. Opportunities to hear from members will be at Coffee with the Board in the Cafe (date/time to be set), and at the Meet Your Farmer event.

The Board discussed including in the future:

- Meet A Member-Owner or similar section
- Promotions for holiday shopping

Task List –

| Due Date  | Lead           | Task  |
|-----------|----------------|---|
| October 1 | Susan          | Prepare food for retreat  |
|           | Rosie          | Determine whether a motion for agenda approval is required                      |
|           | All            | Attend We the People Opportunity Farm festival on Aug 26th if you’re interested |
| 9/4       | Laurin and Pat | Submit Board Newsletter content to Board  |
| 9/11      | Conner         | Board approval reminder for newsletter  |
| 9/18      | All            | Final edits to newsletter content   |

Future Meetings— The September meeting is September 20, 2023 on Zoom.

Meeting Evaluation – Susan asked that the Board reflect on what’s going well about the meeting process and what could be improved.

- Appreciate Susan’s skill at formulating motions
- Great leadership, Susan, with running meetings
- Appreciate full attendance at Community Outreach Committee and at the Board meetings
- Enjoyed brainstorming, hearing everyone’s voices and passion for PFC
- Good space for new Board members
- Appreciate honesty with thoughts

Adjournment – **Conner moved, Dan seconded to adjourn the general meeting. Meeting adjourned at 8:00pm. All in favor (6/6), motion carried.**

Respectfully submitted,

Rosie Pahl Donaldson, Board Administrative Assistant acting as Board Secretary