



Board of Directors Meeting

Wednesday, December 20, 2023, 6:30pm - 8:30pm - Virtual

<https://us06web.zoom.us/j/92456010887?pwd=UERaWG9VR25lb0ZncFVXaC9KQTIvQT09>

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: November Minutes, Absences, Community Outreach Committee 12/7 Minutes, Finance Committee Minutes 5/31, Finance Committee Minutes 12/6, Finance Committee Charter	G.7.7	Board	Approve	Minutes, Attendance, C1, C2, C3, C4
D	President's Report/Announcements/Future Scanning	Board	All	Info share	D1, D2
E	GM's Report	G.2.2, M.4	Angie, Board	Q/A	E1
F	Policy Monitoring: L.4.1 Financial Conditions and Activities	L.4.10	Angie, Board	Accept	F1, F2
G	Policy Monitoring L.3: Financial Planning and Budgeting - 2024 Business Plan Draft	L.3	Angie, Board	Accept	See O1
H	Letter to Members		Angie, Paula, Susan	Approve	G1
I	Member Outreach: Co-op Coffee Convo's, Board Newsletter	G.8.1, Article VI	Conner, Laurin	Discuss, Plan	
J	Board Elections: Election Calendar, Nominations, and current Board vacancy	Article V	Amanda & Election	Discuss	None
K	Annual Meeting Planning	Article IV	Conner, Laurin	Discuss	None
L	Staff Appreciation	Board	Angie, Susan	Update	None
M	Task List Review/Future Meeting Date	Board	Admin Asst	Set	Task List
N	Meeting Closing: one word or phrase	Board	All	Share	None
O	Closed Session (to be determined)				N1 (confidential)
P	Adjournment	Board	Board	Adjourn	None

Mission

The People's Food Co-op of Ann Arbor provides our community with accessible, sustainable, local food and household products as an economically just, member-owned business.

**People's Food Co-op
Board of Directors Meeting Minutes - December 20, 2023**

Location: Virtual Meeting, Zoom

Attendance

Board Directors Present:

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

Not in Attendance

None

Also attending:

Angie Voiles, General Manager

Paula Gilbertson, NCG

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

Agenda Review – **Colleen moved, Conner seconded to accept the agenda as amended. All in favor (7/7), motion carried.**

Member Comments – None.

Consent Agenda – The Community Outreach Committee Minutes for December were listed with a date of 12/7, but 12/5 was the correct date. **Conner moved, Laurin seconded, to accept the consent agenda as amended. All in favor (7/7), motion carried.**

President's Report/Announcements/Future Scanning –

- Susan followed up with her campaigns for keeping the street open and opening the County lot earlier.
- Ben Sandall is PFC's new Columinate consultant. He and the Board will have a workshop together Wednesday 2/7 4:30-7:30pm at Downtown AADL.
- Writing group starting in Cafe
- Midnight Madness on 12/2 attracted gobs of people downtown, but very few people were in PFC, and the cafe was closed. People were flooding out of TeaHaus down the street

Questions and Comments on GM's Finance Report –

- Prepared foods has been the major driver of growth. Conner asked what the limit of that growth is, and if that cap is high enough to sustain PFC. 2023 was the focus on prepared foods, but 2024 will see focus on driving growth in the other departments that are actually highest by sale volume.

Policy Monitoring: L.4.1 Financial Conditions and Activities -

- PFC is required to report financials to the National Co-op of Grocers (NCG) monthly

Pat moved, Amanda seconded, to accept the L.4.1 monitoring report. All in favor (7/7), motion carried.

Policy Monitoring L.3: Financial Planning and Budgeting - 2024 Business Plan Draft -

- Did not budget work for 2025, only 2024 given its necessity as a turnaround year. The "multi-year" aspect is the discussion of moving locations
- Plans for every department for growth
- Doing a lot more, and different, advertising
- Will move deli-type items all into one area
- Changing member benefits, borrowing best practices from other co-ops
- Board generally happy with actions proposed, but the budget still shows a loss at the end of 2024. GM says this is realistic, and if PFC achieves what is proposed, it will be the best financial year in 10 years.

Susan yielded Chair status to the Vice-President in order to make a motion. **Susan moved, Laurin seconded, to provisionally accept the L.3 Monitoring Report with 2024 Business Plan, contingent upon a reworked budget showing a break even budget.** Discussion ensued. Susan gave support to her motion, saying that the Board should stand strong on the position that moving forward requires a plan for profitability (or breaking even). Other comments from the Board understand Susan’s concern and uncomfotability with approving a plan that shows a loss, but are happy with the operational changes proposed and don’t understand where more money would come from. **4 in favor, 3 opposed. Motion carried.** The new report is expected in January. The L.3 Monitoring Report will have to be voted on for acceptance again in January due to the “provisional” acceptance.

Letter to Members - Paula ghost wrote a letter from the Board to members. **Pat moved, Colleen seconded, to approve letter to members from Board and GM to be released in January 2024.** **Discussion ensued.** Laurin clarified with Paula that edits are welcome from the Board, just singular important ones. **All in favor (7/7), motion carried.**

Member Outreach: Co-op Coffee Convos, Board Newsletter - The general message of the next newsletter is that the Board is listening and is trying to make concrete changes. Next Coffee Convo is January 27 with Colleen, Conner, and Pat.

Board Elections: Election Calendar, Nominations, and Current Board Vacancies - The Board has two current vacancies. An election calendar is needed for candidate recruitment.

Annual Meeting - Annual meeting date is set. Library room is requested but not yet confirmed.

Staff Appreciation - The Board and GM decided that gift cards would be most efficient, but could supplement it with a hand delivery of the cards to the employees in the store. February 22 is Supermarket Employee Appreciation Day, so the Board can deliver that day.

Task List –

Due Date	Lead	Task
	All	2/7 4:30-7:30pm Downtown AADL Workshop with Columinate
	Conner	Highlight in newsletter that 1) County lot in front of PFC is open after 6pm 2) Writing group happening in Cafe
	Laurin	Write event description for writing group
	Angie	Breakeven 2024 budget plan
	Susan	Send sign up for attending Wednesday dinners
01/16	All	Send comments and approvals to newsletter content
	Rosie	Deadline to submit candidacy proposal
02/22	Angie	Gift card coordination

Future Meetings— The November meeting is January 17, 2024 on Zoom. The meeting will begin at 7PM instead of 6:30PM.

Meeting Closing -

- Hopeful
- Gratitude
- Optimistic
- Steadfast
- Alignment

Adjournment – **Pat moved, Dan seconded to adjourn the general meeting. Meeting adjourned at 8:37pm. All in favor (7/7), motion carried.**

Respectfully submitted,

Rosie Pahl Donaldson, Board Administrative Assistant acting as Board Secretary