

PORTLAND FOOD CO-OP Board of Directors
Meeting Minutes
July 28, 2020

Board Members Present: Julianne Baroody, President and Interim Secretary; Melissa Emerson, Vice-president; Kerry Vacho; Sarah Alexander; Mary Becker; Lien De Brouckere; Justin Dewalt; Colleen Finnell; Emily Lefebvre

Also Present: John Crane, General Manager; Matt Thompson, Store Manager; Hether Thayer, Columinate Consultant; Sarah Braik, Board Assistant

Absent: Siobhan Whalen

CALL TO ORDER
7:04 PM

1. WELCOME/CHECK-IN/ANNOUNCEMENTS
7:04 PM-7:16 PM

Directors were introduced to where to find the monthly confidential updates for GMs and board members from the National Co+op Grocers (NCG).

Justin led a team-building exercise.

2. PRELIMINARIES
7:17 PM-7:19 PM

Julianne reviewed the agenda.

3. ADMINISTRATIVE ITEMS
7:20 PM-7:30 PM

--The Board approved by consensus the June 23 minutes with one addition.

--The Board approved by consensus the minutes of the June 23 Executive Session.

--The Board approved by consensus the appointment of Kerry Vachon as treasurer.

The Board created a timeline for revision of the GM Job Description for approval at the August meeting.

--The Board approved by consensus the revised GM (General Manager) Compensation Proposal.

4. MEMBER-OWNER FEEDBACK

7:31 PM-7:32 PM

John (GM) shared an email from an MO (Member-Owner) and his response re: non-organic strawberries.

5. EDUCATION AND EVOLUTION

7:33 PM-8:02 PM

John, Melissa and Kerry led an orientation to co-op finances on the topics of sales growth, inventory, and key financial indicators included in monthly financial reports.

6. BREAK

8:03 PM-8:08 PM

7. GM UPDATES AND MONITORING/POLICY REVIEW

8:09 PM-8:27 PM

John advised the Board that he was going to start the Paycheck Protection Program loan process and would keep the Board updated.

Matt presented the B1: Financial Condition (Q2) report and answered questions from the Board. Due to COVID-19 sales were up in the first quarter and down in the second, though are now rebounding. John expects sales to return to adequate levels.

--The Board accepted by consensus the B1: Financial Condition (Q2) report as being in compliance, finding it to include reasonable operational definitions/interpretations and evidence to support John's assertion of compliance, with the exception of B.1.2: Allow operations to generate an inadequate net income. The Board accepted John's plan of correction.

8. BOARD POLICY MONITORING

8:28 PM-8:31 PM

Julianne presented the C1: Governing Style survey and reminded Directors to complete the C2: The Board's Job survey by August 15.

9. EQUITY COMMITTEE REPORT

8:32 PM-8:54 PM

Lien and Justin introduced a proposal for a public dialogue series on building a more just and equitable local food economy and answered questions from the Board. Directors made a number of suggestions regarding scope, format and desired outcome, which the Equity Committee will discuss at their August 3 meeting. Directors were asked to contribute further ideas as they occur.

10. CLOSING FORUM

8:55 PM-8:56 PM

11. NEXT MEETING

8:56 PM

The next Board meeting will be Tuesday, August 25, 2020 from 7:00-9:00 PM remotely.
At 8:56 PM the meeting was adjourned.

Respectfully submitted,

Sarah M. Braik

Board Assistant