

PORTLAND FOOD CO-OP Board of Directors
Meeting Minutes
October 27, 2020

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

Also Present: John Crane, General Manager; Sarah Braik, Board Assistant

CALL TO ORDER

7:03 PM

1. WELCOME/CHECK-IN/ANNOUNCEMENTS

7:03 PM-7:12 PM

Melissa, Lien & Julie will have a conversation with Cooperative Board Leadership Development (CBLD) consultant Hether Thayer about the focus of the Board's CBLD program for 2021.

Directors are strongly encouraged to attend the 4-part CBLD financial literacy workshops.

Julianne led a team-building exercise.

2. PRELIMINARIES

7:13 PM-7:14 PM

Julianne reviewed the agenda.

3. MEMBER-OWNER FEEDBACK

7:15 PM

No Member-Owners (MOs) were present to provide feedback. The Board received one comment this month that the Co-op is the safest place in town to shop.

4. ADMINISTRATIVE ITEMS

7:16 PM-7:26 PM

--The Board approved by consensus the September 22 minutes with one addition.

Kerry presented the 2021 Board budget and responded to questions/comments. One edit was proposed.

--The Board approved by consensus the 2021 Board budget with the proposed edit.

5. GM POLICY MONITORING

7:27 PM-7:46 PM

John presented the B1: Financial Condition Q3 report, including a revision to his initial interpretation and operational definition of B.1.2, and answered questions from the Board. The board recognized that it is the GM's role to determine operational definitions of compliance, and after discussion decided to accept the revisions.

--The Board accepted by consensus the B1: Financial Condition Q3 report with the revised interpretation and operational definition of B.1.2 as being in compliance, finding them to include reasonable operational definitions/interpretations and evidence to support John's assertion of compliance.

6. BOARD POLICY MONITORING

7:47 PM-7:54 PM

Siobhan presented the results of Board policy monitoring surveys C3: Agenda Planning, C4: Board Meetings and C5: Directors' Code of Conduct. Responses were positive. Siobhan recommended survey formatting changes, and asked for suggestions.

Julianne and Mary will finalize a proposal to revise officer roles and position descriptions to be reviewed at the November Executive Committee meeting.

7. BREAK

7:55 PM-8:03 PM

8. COMMITTEE REPORTS

8:04 PM-8:27 PM

Emily asked for additional Board members to join the Perpetuation Committee, which will meet before the November Board meeting to begin planning for the next Board election cycle.

Lien gave an update on the activities of the Equity Committee. The Committee has developed an ambitious plan, and Directors made suggestions for prioritizing and simplifying, including collaborating with other local organizations and completing a few projects that can be done fairly quickly. The Committee will discuss these suggestions at its next meeting, as well as the potential for hiring a consultant to conduct a listening survey of MOs and the broader community.

9. EDUCATION AND EVOLUTION

8:28 PM-8:54 PM

After Julianne briefly explained the benefits of National Cooperative Grocers (NCG) membership, the Board reviewed five of the eight financial indicators included in the NCG annual report of the Co-op's financial performance relative to other co-ops. The remaining five will be reviewed next month.

10. CLOSING FORUM

8:55-8:58 PM

It was decided to spend more time next month on the NCG report.

11. NEXT MEETING

8:59 PM

The next Board meeting will be Tuesday, November 24, 2020 from 7:00-9:00 PM (taking place remotely). At 8:59 PM the meeting was adjourned.

Respectfully submitted,

Sarah M. Braik

Board Assistant