

PORTLAND FOOD CO-OP Board of Directors
Meeting Minutes
June 27, 2023

Present: Chloe Minagawa, President; Colin Vettier, Vice-President; Martha Lefebvre, Natasha Rose Lombardi; Heather Pittard; Sonya Raab, Linsey Ruhl

Also present: John Crane, General Manager; Michael Goldenberg, Member-Owner; Grace Nichols, Guest from Honest Weight Food Co-op in Albany NY; Sarah Braik, Board Assistant

Absent: John Minagawa, Treasurer; Amy Morse, Secretary; Emily Lefebvre

CALL TO ORDER

6:31 PM

1. WELCOME/CHECK-IN/ANNOUNCEMENTS

6:31 PM-6:37 PM

Colin facilitated introductions and led a team-building exercise.

2. PRELIMINARIES

6:38 PM-6:39 PM

Colin reviewed the agenda.

3. MEMBER-OWNER FEEDBACK

6:40 PM

One person requested to attend the June Board meeting and one person from a company wanted to introduce their product. His request was referred to John (GM).

4. ADMINISTRATIVE ITEMS

6:41 PM-6:57 PM

--The Board approved by consensus the May 23 minutes, with one correction.

--The Board approved the Executive Committee charter by consensus.

Chloe reminded Directors to complete their conflict of interest disclosure forms.

The Board decided not to respond to a dissatisfied customer due to the length of time elapsed since the complaint.

The Board read the Community Agreement that was developed last year to establish how Board members treat one another and address conflicts. The board agreed to review the Community Agreement annually (preferably in July each year) and to include it in the new board orientation packet.

Heather reported that the survey regarding a date for the Board retreat yielded no dates when all Board members and Columinate Consultant Hether Frayer could attend. Heather will send out another survey with expanded options.

The Membership Committee charter had been approved via email prior to this Board meeting with board member John Minagawa and Member Owner Michael Goldenberg as Co-Chairs.

The virtual votes and consent discussion was tabled until July.

5. GM POLICY MONITORING

6:58 PM-7:32 PM

John presented financial reports for May.

John presented monitoring reports B6: Staff Relations and Compensation and B7: Communication and Support of the Board and answered questions from the Board. He reported compliance with all parts of both policies.

--The Board accepted by consensus the B6: Staff Relations and Compensation and B7: Communication and Support of the Board monitoring reports as being in compliance, finding them to include reasonable operational definitions/interpretations and evidence to support John's assertion of compliance.

6. BREAK

7:33 PM-7:41 PM

7. BOARD MONITORING REPORTS: PROCESS & MANAGEMENT RELATIONSHIP POLICY REVIEWS

7:42 PM-7:44 PM

The Board agreed that it is in compliance with policies D1: Unity OF Control, D2: GM Accountability and D3: Delegation to GM.

8. EDUCATION AND EVOLUTION

7:44 PM

The Tech run-through was tabled as John M was unable to attend the meeting.

9. COMMITTEE REPORTS

7:45 PM-7:51 PM

The Perpetuation Committee report and vote on the charter was tabled as the chair (Emily) was not present.

Amy noted in the packet that Emily is looking for a co-chair, whom she will train.

Amy provided a Board development and engagement update.

The Member-Owner Support Committee update and vote on the charter was tabled as co-chair John M was not present.

10. OPEN FORUM/CLOSING

7:52 PM-7:56 PM

Chloe described how Directors may propose policy changes. The Board decided not to meet in August.

Colin reviewed "Parking Lot" (on hold) items including options for more suitable meeting space and several Board members agreed to make inquiries and report back via email.

11. NEXT MEETING

8:06 PM

The next Board meeting will be 6:30-8:30 PM Tuesday July 25, 2023 at a location to be determined.

At 8:06 PM the meeting was adjourned.

Respectfully submitted,

Sarah M. Braik

Board Assistant