

**PORTLAND FOOD CO-OP Board of Directors**  
**Meeting Minutes**  
**November 27, 2018**

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**Board Members Present:** Rachelle Curran Apse, President; Julianne Baroody, Vice President; Melissa Emerson, Treasurer; Erin Covey-Smith, Secretary; Sarah Alexander; Elizabeth Chapman; Timothy Lynch; Andrew Magoun; Mary Malia; Chris Stacey; Megan Banner Sutherland

**Also Present:** John Crane, General Manager; Deborah Hawkins, Cooperative Fund of New England; Emmy Anderson, Fair Share Co-op in Norway; William Ahrendt, Katherine Atwood, Mary Becker, Justin DeWalt, Peter Goldman, Susan Veligore and Beverly Werber, Member-Owners; Sarah Braik, Board Assistant

**CALL TO ORDER**

7:00 PM

**1. WELCOME/CHECK-IN/ANNOUNCEMENTS**

7:01 PM-7:07 PM

The Board welcomed potential Board candidates and other guests. Elizabeth, Mary and John (GM) shared their learnings from the Co-op Cafe.

**2. AGENDA REVIEW AND TIME CHECK**

7:08 PM

**3. APPROVE MINUTES FROM OCTOBER 30 MEETING**

7:08 PM

--The Board approved the October 30 minutes by consensus.

**4. MEMBER-OWNER FEEDBACK**

7:09 PM

The Board received one email from a Member-Owner (MO) about the turkey ordering and it was referred to John.

## 5. COOPERATIVE FUND OF NEW ENGLAND

7:10 PM-7:22 PM

Deborah Hawkins gave an overview of the Cooperative Fund of New England and answered questions. The Board expressed their appreciation for the work of the Fund.

## 6. GM UPDATES AND MONITORING/POLICY REVIEW

7:23 PM-7:49 PM

John (GM) presented the B2: Financial Planning report and answered questions from the Board.

-The Board accepted by consensus the B2: Financial Planning, report, finding it to include reasonable operational definitions/interpretations and evidence to support John's assertion of compliance.

### Monthly Board Self-Monitoring Report C6: Officers' Roles

Andrew presented highlights from the C6: Officers' Roles survey. Some suggestions were made regarding the language, and the Executive Committee will bring a proposal for updating the policy to the next Board meeting.

--The Board decided to hold officer elections at the January meeting to ensure a smooth transition.

## 7. BOARD BUDGET PLANNING/APPROVAL

7:50 PM-8:02 PM

Melissa reviewed the proposed 2019 Board budget, which includes an increase in the Cooperative Board Development Service (CBLD) consultation fee.

--The Board approved by consensus the budget and the renewal of the CBLD contract.

## 8. SOCIAL TIME

8:03 PM-8:12 PM

## 9. ENDS COMMITTEE

8:13-8:42 PM

Julie presented the Ends Committee's revision of the Ends statement: *The PFC is a thriving, member-owned marketplace that strengthens the local food economy while building and nourishing community.* The Board approved this simplified version, which gives John more flexibility in his

interpretations, and discussed how to communicate the change to MOs. John will use the new version to construct his February Ends report.

#### 10. BOARD PERPETUATION

8:43-8:56 PM

Sarah (Alexander) described the timeline and answered questions from the Board. The Committee proposed that the 2019 Annual Meeting be held at SPACE, which is more fitting with the Co-op's culture than last year's venue. Sarah invited additional Board members to join the Committee.

--The Board approved the venue by consensus. John will check on availability the last week of April.

#### 11. OPEN FORUM

8:57 PM

The Board was pleased with the number of MOs attending the meeting.

#### 12. NEXT MEETING

8:58 PM

The next Board meeting will be Tuesday January 22, 2019 from 7:00-9:00 PM at 409 Cumberland Avenue.

At 8:58 PM, the meeting was adjourned.

Respectfully submitted,

Sarah M. Braik  
Board Assistant