

PORTLAND FOOD CO-OP Board of Directors
Meeting Minutes
January 22, 2019

Board Members Present: Rachelle Curran Apse, President; Julianne Baroodly, Vice-President; Melissa Emerson, Treasurer, Erin Smith, Secretary (by phone); Sarah Alexander; Elizabeth Chapman (by phone); Tim Lynch; Andrew Magoun; Mary Malia, Chris Stacey; Megan Banner Sutherland

Also Present: John Crane, General Manager, Diane Rood and Lien DeBrouckere, prospective Board members; Sarah Braik, Board Assistant

CALL TO ORDER

7:05 PM

1. WELCOME/CHECK-IN/ANNOUNCEMENTS

7:05 PM-7:37 PM

The Board welcomed prospective Board candidates. Mary, Megan Banner and John (GM) shared their learnings from recent Cooperative Development Services (CDS) trainings.

2. AGENDA REVIEW AND TIME CHECK

7:38 PM

3. APPROVE MINUTES FROM NOVEMBER 27 MEETING

7:39 PM

--The Board approved the November 27 minutes by consensus.

4. MEMBER-OWNER FEEDBACK

7:40 PM

The Board received two emails from prospective Board candidates.

5. BOARD PERPETUATION

7:41-7:47 PM

Sarah (Alexander) reported on the meet and greet, clarified upcoming tasks, and invited new Board members to join the Committee.

6. SOCIAL TIME

7:48 PM-8:01 PM

7. GM UPDATES AND MONITORING/POLICY REVIEW

8:02 PM-8:25 PM

John encouraged attendance at the April 6 P6 conference.

John presented the B1: Financial Condition report for Q4 2018 and FY 2018 and answered questions from the Board.

-The Board accepted by consensus the fourth quarter B1: Financial Condition report as being in compliance, finding it to include reasonable operational definitions/interpretations and evidence to support John's assertion of compliance. For the entire year the co-op is out of compliance with B1.2, however, as income projections were not met.

Monthly Board Self-Monitoring Report C7: Board Committee Principles

Andrew presented highlights from the C7: Board Committee Principles survey, which noted inadequate processes for reviewing committees, their work and their self-monitoring processes. The Board decided to add formal review and approval of committees and their charters to the annual calendar.

8. BOARD OFFICER ROLES

8:26 PM-8:49 PM

To ensure a stable transition of leadership, the Board chose to replace its current officers beginning in January. Rachelle announced the Board officer slate: President, Julianne Baroody; Vice President, Melissa Emerson; Secretary, Erin Smith; and Treasurer, Andrew Magoun. Terms will extend through May 2020. At the March meeting, these appointments need to be renewed until a formal election will be held in May 2019.

--The Board approved the slate of officers by consensus.

9. OPEN FORUM

8:50 PM-8:53 PM

John asked for Board suggestions for Annual Meeting.

12. NEXT MEETING

8:53 PM

The next Board meeting will be Tuesday February 26, 2019 from 7:00-9:00 PM at 409 Cumberland Avenue.

At 8:53 PM the meeting was adjourned.

Respectfully submitted,

Sarah M. Braik
Board Assistant