

PORTLAND FOOD CO-OP Board of Directors
Meeting Minutes
June 23, 2020

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

Also Present: John Crane, General Manager; Hether Thayer, Columinate Consultant; Sarah Braik, Board Assistant; and Equity Committee members present for the Equity Discussion: MO David Siegfried and store staff Arielle D'Haiti, Nicole Byrne, Austin Smith, and Shane Cynewski

Absent: Colleen Finnell

CALL TO ORDER

7:02 PM

1. WELCOME/CHECK-IN/ANNOUNCEMENTS

7:02 PM-7:08 PM

Directors were reminded to register for and attend a Columinate workshop: Strategic Process for Top Leadership Teams.

Julianne led a team-building exercise.

2. PRELIMINARIES

7:09 PM-7:11 PM

Julianne reviewed the agenda.

3. ADMINISTRATIVE ITEMS

7:12 PM-7:24 PM

--The Board approved by consensus the May 26 minutes with one edit.

The Board reviewed the Executive Committee charter and made a few changes.

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

The Board reviewed potential Director conflicts of interest.

4. MEMBER-OWNER FEEDBACK

7:25 PM-7:29 PM

The Co-op received a lot of appreciation this month for the care with which it has responded to the COVID-19 pandemic and to the Black Lives Matter marchers. No members were present to provide feedback at the meeting.

5. GM UPDATES AND MONITORING/POLICY REVIEW

7:30 PM-7:51 PM

John presented the B6: Staff Relations & Compensation and B7: Communication and Support of the Board reports and answered questions from the Board. Directors offered a few suggestions for future reports.

--The Board accepted by consensus the B6: Staff Relations & Compensation and B7: Communication and Support of the Board reports 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

7:52 PM-7:58 PM

Julianne presented the D1: Unity of Control, D2: GM Accountability & D3: Delegation to GM surveys and the Board solicited John's assessment of D2 and D3. Siobhan will assume responsibility for Board policy monitoring.

7. BREAK

7:59 PM-8:04 PM

8. COMMITTEE REPORTS

8:05 PM-8:24 PM

The Perpetuation Committee presented its self-evaluation and made several suggestions for amending its charter. Sarah asked for additional committee members including one whom she can mentor to take over as chair next year.

--The Board approved the amended charter by consensus.

Lien provided a status update of the Equity Committee and introduced its new members.

9. EDUCATION AND EVOLUTION

8:25 PM-8:57 PM

Lien led a visioning exercise to interpret Cooperative Principle 5 – Education, Training & Information; Principle 6 – Cooperation among cooperatives, and Principle 7 – Concern for community through a racial and economic equity lens.

10. GM COMPENSATION PROPOSAL REVIEW

8:58 PM-9:25 PM

John answered questions from the Board and at 9:03 the Board entered Executive Session to discuss his compensation proposal.

11. CLOSING FORUM

9:26 PM-9:27 PM

The Board agreed to spend less time discussing the GM Report and more time on Education and Evolution.

12. NEXT MEETING

9:28 PM

The next Board meeting will be Tuesday, July 28, 2020 from 7:00-9:00 PM remotely.

At 9:28 PM the meeting was adjourned.

Respectfully submitted,

Sarah M. Braik
Board Assistant