

PORTLAND FOOD CO-OP Board of Directors
Meeting Minutes
June 28, 2022

Present: Mary Becker, Co-president; Kerry Vachon, Co-president and Acting Treasurer; Justin DeWalt, Secretary; Cameron Brookfield; Emily Lefebvre; Davinica Nemtzow and Heather Pittard

Also present: John Crane, General Manager; Bruce Mayer, Auditor (Education and Evolution portion of the meeting); Sarah Braik, Board Assistant

Absent: Chloe Minagawa; Amy Morse

CALL TO ORDER

7:00 PM

1. WELCOME/CHECK-IN/ANNOUNCEMENTS

7:00 PM-7:17 PM

Mary led a team-building exercise.

2. PRELIMINARIES

7:18 PM-7:21 PM

Justin reviewed the agenda and facilitated the meeting.

3. MEMBER-OWNER FEEDBACK

7:22 PM

No feedback was received this month.

4. ADMINISTRATIVE ITEMS

7:23 PM-7:49 PM

--The Board approved by consensus the May 24 minutes with one correction.

Justin presented the Executive Committee Charter and Emily the Perpetuation Committee Charter, with one change: that the number of members be decreased from four to three.

--The Board approved the Executive Committee Charter and the revised Perpetuation Committee Charter by consensus.

Justin gave a brief introduction to the Community Agreement for conducting Board meetings. As some of the new Board members had suggestions for revision, Davinica and Chloe offered to present a draft revision next month. Others were invited to join them.

The Board agreed on a rota for facilitation and team building roles.

Justin asked for Board members to fill open positions. Cameron may be interested in being treasurer. The secretary position remains open. Chloe offered to chair the Equity Committee, Davinica and Amy will join the Equity Committee, and Cameron will join the Perpetuation Committee.

5. GM POLICY MONITORING

7:50 PM-8:07 PM

John (GM) presented store updates, May financial statements and the B6: Staff Relations and Compensation and B7: Communication and Support of the Board reports; and answered questions from the Board. The store is now fully staffed and compensation remains consistently higher than most co-ops. The store cafe will reopen to customers this week.

--The Board accepted by consensus the B6: Staff Relations and 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. BREAK

8:08 PM-8:15 PM

7. EDUCATION AND EVOLUTION

8:16 PM-8:51 PM

Auditor Bruce Mayer joined the Board to present the findings of the Co-op's first full audit since opening in 2014. The Co-op's books are accurate and all of its financial measures with the exception of gross margin are above average compared to other co-ops. Gross margin should improve with the re-opening of the deli. Bruce made a few minor recommendations regarding financial controls.

The Board discussed the process for selecting a date when all Board members can attend the annual Board retreat. Heather agreed to coordinate with other members to finalize a date and time.

8. PERPETUATION COMMITTEE REPORT

8:52 PM-8:59 PM

Emily provided an update on the Perpetuation Committee. It will be collaborating with the Equity Committee on increasing the diversity of the Co-op's membership, as a more diverse Board is dependent on a more diverse membership.

9. EXECUTIVE SESSION

9:00 PM-9:04 PM

10. OPEN FORUM/CLOSING

9:05 PM

The Board agreed that timekeeping worked well and that the opportunity to gather for an hour before the meeting enabled the Board meeting to be more focused and efficient.

11. NEXT MEETING

9:05 PM

The next Board meeting will be Tuesday July 26, 2022 from 7:00 PM-9:00 PM at Cloudport.

At 9:05 PM the meeting was adjourned.

Respectfully submitted,
Sarah M. Braik
Board Assistant