

## PORTLAND FOOD CO-OP Board of Directors

### Meeting Minutes

March 22, 2022

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Present: Mary Becker, Co-president, Kerry Vachon, Co-president and Acting Treasurer; Julianne Baroody, Lien De Brouckere; Colleen Finnell; Emily Lefebvre

Also present: John Crane, General Manager; Sarah Braik, Board Assistant; Francis Boero, Amy Morse, Heather Pittard and Chloe Minagawa, Member-Owners & Board candidates

Absent: Justin DeWalt, Secretary; Melissa Emerson; Siobhan Whalen

#### CALL TO ORDER

7:07 PM

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

7:07 PM-7:13 PM

Mary led a team-building exercise.

#### 2. PRELIMINARIES

7:14 PM-7:19 PM

Mary reviewed the agenda and facilitated the meeting.

#### 3. MEMBER-OWNER FEEDBACK

7:20 PM

No feedback was received this month.

#### 4. ADMINISTRATIVE ITEMS

7:21 PM-7:24 PM

--The Board approved by consensus the February 22 minutes

Kerry announced that he has drafted the Board letter for the annual report and will send it to the Board for approval.

#### 5. GM POLICY MONITORING

7:25 PM-7:45 PM

John (GM) presented the B5: Treatment of Customers report and answered questions from the Board.

--The Board accepted by consensus the B5: Treatment of Customers report as being in compliance, finding it to include reasonable operational definitions/interpretations and evidence to support John's assertion of compliance.

#### 6. BOARD POLICY MONITORING

7:46 PM-7:51 PM

Julie presented the results of the D: Board-Management Relationship Policies survey and answered questions from the Board. The ratings were consistently high, though there is some dissatisfaction with the wording of D.2.1: GM performance = co-op performance, which will be addressed at the next Board meeting.

#### 7. EQUITY COMMITTEE UPDATE

7:52 PM-8:08 PM

Lien provided an Equity Committee update, reporting that the final Listening Study report will be ready by April 1. The Co-op will begin acting on some of the recommendations and in time will share progress with Member-Owners (MOs). John has signed a contract with TMI Enterprises to provide diversity, equity and inclusion training for staff.

#### 8. BREAK

8:09 PM-8:15 PM

#### 9. EDUCATION AND EVOLUTION

8:16 PM-8:34 PM

The Board discussed this year's GM review process and decided to move the compensation process to an annual basis. The timing will be discussed at the next Board meeting.

#### 10. AD-HOC COMMITTEE FOR ANNUAL MEETING UPDATE

8:35 PM-8:51 PM

Mary presented the Ad Hoc Committee for Annual Meeting report. The Board finalized the agenda and Board roles, and handed over the remaining planning to John. Covid protocols will be decided by April 12.

#### 11. PERPETUATION COMMITTEE REPORT

8:52 PM-8:53 PM

Emily presented the Perpetuation Committee report and answered questions from the Board. Once the slate of candidates is approved, Emily will work with John and Nicole (Marketing and Community Engagement Coordinator) on the voting process.

#### 12. EXECUTIVE SESSION

8:54 PM-9:06 PM

The Board entered executive session to approve the candidate slate and discuss the GM review process..

#### 13. NEXT MEETING

9:06 PM

The next Board meeting will be Tuesday May 24, 2022 from 7:00 PM-9:00 PM via Zoom.

At 9:06 PM the meeting was adjourned.

Respectfully submitted,

Sarah M. Braik

Board Assistant