

PORTLAND FOOD CO-OP Board of Directors
Meeting Minutes
September 22, 2020

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

Also Present: John Crane, General Manager; Sarah Braik, Board Assistant; Hether Frayer, Columinate consultant; and Shane Cynewski and Austin Smith, Member Owners present for Equity Committee discussion

CALL TO ORDER

7:05 PM

1. WELCOME/CHECK-IN/ANNOUNCEMENTS

7:05 PM-7:21 PM

Mary Becker has agreed to be the Board secretary. Emily and Justin will plan a Board/staff meet and greet. All Directors will attend the Cooperative Board Leadership Development (CBLD) workshop Strategic Process for Top Leadership Teams on October 7.

Emily led a team-building exercise.

2. PRELIMINARIES

7:22 PM-7:23 PM

Julianne reviewed the agenda.

3. MEMBER-OWNER FEEDBACK

7:24 PM

A Member-Owner (MO) will be working with John (GM) on some marketing projects and another MO expressed gratitude for the register round-up program.

4. ADMINISTRATIVE ITEMS

7:25 PM

--The Board approved by consensus the August 25 minutes.

--The Board approved by consensus a proposal to expand the Board assistant's role to remove some administrative responsibilities from the secretary.

--The Board approved by consensus two notes to be sent to MOs, one expressing gratitude to staff, introducing the Equity Committee and updating them on the financial health of the Co-op; and the other a more in-depth introduction to the Equity Committee, soliciting MO input.

5. BOARD SERVICE ENGAGEMENT AND FULFILLMENT

7:26 PM-7:58 PM

Melissa and Hether lead a conversation on the importance of fostering a board culture that effectively and respectfully engages all board members. The Board divided into small groups to discuss their best and worst group experiences and each small group reported back to the whole. Melissa and Hether will continue to engage the Board in this dialog.

6. REVISED 2020 BUDGET

7:59 PM-8:05 PM

John presented an updated 2020 budget to reflect the changing circumstances precipitated by COVID-19 and answered questions from the Board.

7. BOARD POLICY MONITORING

8:06 PM

Due to time constraints, this was tabled until the October meeting.

8. BREAK

8:07 PM-8:11 PM

9. GM UPDATES AND MONITORING/POLICY REVIEW

8:12 PM-8:13 PM

John presented the B8: GM Succession report and answered questions from the Board.

--The Board accepted by consensus the B8: GM Succession report as being in compliance, finding them to include reasonable operational definitions/interpretations and evidence to support John's assertion of compliance.

10. COMMITTEE REPORTS

8:14 PM-8:18 PM

There was no report from the Perpetuation Committee

Lien gave an update on the activities of the Equity Committee.

11. EDUCATION AND EVOLUTION

8:19 PM-8:55 PM

Shane (Equity Committee member) led a discussion of Cooperative Principles 1 – Voluntary and Open Membership and 2 – Democratic Member Control through a racial and economic equity lens.

10. CLOSING FORUM

8:56-8:58 PM

It was noted that the Board culture is too serious, and that continuing conversation on Board culture and norms is welcome.

11. NEXT MEETING

8:59 PM

The next Board meeting will be Tuesday, October 27, 2020 from 7:00-9:00 PM (taking place remotely).

At 9:00 PM the meeting was adjourned.

Respectfully submitted,

Sarah M. Braik

Board Assistant