

PORTLAND FOOD CO-OP Board of Directors
Meeting Minutes
May 25, 2021

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

Also Present: John Crane, General Manager; Sarah Braik, Board Assistant

Absent: Colleen Finnell

CALL TO ORDER

7:04 PM

1. WELCOME/CHECK-IN/ANNOUNCEMENTS

7:03 PM-7:15 PM

The Board welcomed new Board member Jorge Acero.

Mary led a team-building exercise.

2. PRELIMINARIES

7:16 PM-7:20 PM

Julianne reviewed the agenda.

3. MEMBER-OWNER FEEDBACK

7:21 PM-7:21 PM

No Member-Owners (MOs) were present to provide feedback.

4. ADMINISTRATIVE ITEMS

7:22 PM-7:27 PM

--The Board approved by consensus the March 23 minutes with one edit.

Board members interested in officer candidacy for next year were urged to speak with Julianne.

--The Board approved officer elections: Julianne Baroody, President; Melissa Emerson, Vice-president; Kerry Vachon, Treasurer; and Mary Becker, Secretary.

Board members were reminded to review the Board roster, making any needed changes, and to complete a conflict of interest survey.

5. GM POLICY MONITORING

7:28 PM-7:56 PM

John presented the B1: Financial Condition Q1 report and answered questions from the Board.

--The Board accepted by consensus the B1: Financial Condition Q1 report as being in compliance, finding it to include reasonable operational definitions/interpretations and evidence to support John's assertion of compliance, with the exception of B.1.2 and B.1.4, for which John provided an acceptable plan of correction.

John 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. BREAK

7:57 PM-8:07 PM

7.COMMITTEE REPORTS

8:08 PM-8:40 PM

Lien gave an update on the progress of the Equity Committee. The Committee has suspended meetings for the summer, and in August will begin recruiting staff members to replace those who have ceased employment. After the first draft of the listening study being conducted by the Cooperative Development Institute has been received MO recruitment will begin.

Emily presented the election results and proposed that the Board certify them.

--The Board certified the election results by consensus.

Emily facilitated an annual meeting debrief. All agreed it went well. Next year's annual meeting will be in person, recording it for those who cannot attend. John will begin looking for a venue now.

8. EDUCATION AND EVOLUTION: BOARD CALENDAR

8:41 PM-8:55 PM

Julianne reviewed the Board calendar, proposing several changes in the Board policy monitoring schedule. It has not yet been decided whether the Board will meet in April, when the annual meeting occurs. This will be determined next month.

9. CLOSING FORUM

8:56 PM-8:58 PM

A Board member suggested that Directors step up more to make the president's job a bit easier. A fall Board retreat is being planned for October 16.

10. NEXT MEETING

8:59 PM

The next Board meeting will be Tuesday June 22, 2021 from 7 PM-9 PM via Zoom.

At 8:59 PM the meeting was adjourned.

Respectfully submitted,

Sarah M. Braik

Board Assistant