

**PORTLAND FOOD CO-OP Board of Directors**  
**Meeting Minutes**  
**September 26, 2023**

Present: Colin Vettier, President; Amy Morse, Vice President; Linsey Ruhl, Treasurer; Martha LeFebvre, Secretary; Heather Pittard, Sonya Raab

Also present: John Crane, GM; Em Seekins; Store staff; Suzette Bois, Member-Owner; Mikey Goldenberg, Member-Owner; Sarah Braik, Board Assistant; Hether Frayer, Cooperative Board Leadership Development (CBLD) Consultant

Absent: Emily LeFebvre, Natasha Rose Lombardi

CALL TO ORDER

6:33 PM

1. WELCOME/CHECK-IN/ANNOUNCEMENTS

6:33 PM-6:35 PM

Colin welcomed everyone to the meeting.

2. PRELIMINARIES

6:35 PM

Colin reviewed the agenda.

3. MEMBER-OWNER FEEDBACK

6:36 PM

Amy reported two Member-Owners (MOs) who wished to talk about their products and who were referred to John (GM). The MO who had asked for a meeting several months ago never responded to an email to set up the meeting. Heather reported that several employees shared with her their satisfaction with their employment and their benefits.

4. EDUCATION AND EVOLUTION

6:37 PM-7:03 PM

Hether presented a draft retreat agenda and asked for feedback. She will add additional team building time at the beginning. Following team building the agenda will include financial metrics training, a policy monitoring exercise and a store expansion discussion.

John reported that he has decided not to follow up on an offer from a developer regarding a store in Biddeford, as he doesn't believe Biddeford is a good fit for the Co-op at this time.

## 5. ADMINISTRATIVE ITEMS

7:04 PM-7:33 PM

The Board retreat was confirmed for October 15 from 8:30am to 3:30pm. Location is still to be determined.

John reported that the dividend announcement email will be sent tomorrow. Dividends will be applied as a store credit.

Martha LeFebvre has offered to serve as Secretary and her appointment was confirmed by virtual vote.

Amy, Perpetuation Committee chair, asked that anyone else interested in joining the Committee to let her know, as she is responsible for making appointments.

Chloe has resigned from the Board.

Martha Lafebvre has resigned from the Co-chair position of the M-O Support Committee.

Access to the Perpetuation Committee drive has been given to Suzette Bois as a M-O member of this committee.

The Board decided to continue meeting at Cloudport for now, though ideas for a more ideal meeting place are always welcomed.

--The Board approved the July 25 minutes by consensus with one correction.

Colin announced that the slate of officers has been approved by virtual vote: Treasurer: Linsey; President: Colin; Vice President: Amy.

Authorization of Colin and Amy to the PFC bank account was tabled until the next meeting.

Linsey provided the Treasurer's Report and a budget versus actual report of the 2023 Board budget.

## 6. BREAK

7:34 PM-7:42 PM

## 7. GM POLICY MONITORING

7:43 PM-8:08 PM

John presented July and August financial reports and the B3: Asset Protection, B4: Member-Ownership Rights & Responsibilities and B8: GM Succession reports and answered questions from the Board.

--The Board accepted by consensus the B3: Asset Protection, B4: Member-Ownership Rights & Responsibilities and B8: GM Succession reports as being in compliance, finding them to include reasonable operational definitions/interpretations and evidence to support John's assertion of compliance.

## 8. COMMITTEE REPORTS

8:09 PM-8:26 PM

Amy gave a Perpetuation Committee update. Current members of the Committee are Amy Morse (Chair), Emily Lefebvre and Suzette Bois (M-O). The Committee is recruiting more members, both from the Board and the general Member-Ownership. Monthly meetings will begin in October. The charter has been approved and sent to all Board members. The Committee hopes to work closely with the Member-Owner Support Committee.

Amy gave a report on the status of Board engagement interviews and will present a full report in October.

Martha and Mikey gave a Member-Owner Support Committee update. The Committee met officially for the first time in August to meet one another and lay out ideas. The Committee tabled outside of the Co-op last week and generated a lot of interest. The regular meeting date is the 2nd Tuesday of the month in the Co-op Cafe 6:30-8:30 PM. The Committee still needs a co-chair. Mikey asked what if this were not a formal committee but a group of people planning events. The question of liability was raised and will be researched. The charter has been authorized by virtual vote.

## 9. OPEN FORUM/CLOSING

8:27 PM

## 10. NEXT MEETING

8:27 PM

The next Board meeting will be 6:30-8:30 PM Tuesday October 24, 2023 at Cloudport.

At 8:28 PM the meeting was adjourned.

Respectfully submitted,

Sarah M. Braik

Board Assistant