

## PORTLAND FOOD CO-OP Board of Directors

### Meeting Minutes

November 23, 2021

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Board Members Present: Julianne Barody, President; Kerry Vachon, Treasurer; Mary Becker, Secretary; Justin DeWalt; Emily Lefebvre; Siobhan Whalen

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

Absent: Melissa Emerson, Vice President; Lien De Brouckere; Colleen Finnell

#### CALL TO ORDER

7:05 PM

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

7:05 PM-7:09 PM

Justin led a team-building exercise.

#### 2. PRELIMINARIES

7:10 PM

Julianne reviewed the agenda.

#### 3. MEMBER-OWNER FEEDBACK

7:11 PM-7:13 PM

No Member-Owner feedback was received this month..

#### 4. ADMINISTRATIVE ITEMS

7:14 PM-7:20 PM

--The Board approved by consensus the October 26 minutes

Kerry and Mary proposed that Directors take turns facilitating Board meetings, and facilitators were chosen for the first three months of 2022.

#### 5. GM LISTEN AND SHARE

7:21 PM-7:41 PM

John (GM) updated the Board on staffing status and supply chain disruptions. The store is short a few cashiers but new hires are imminent. The Co-op is diversifying its suppliers and stocking up whenever possible so there are few shortages.

#### 6. GM POLICY MONITORING

7:42 PM-7:57 PM

John presented the October financial reports and the B2: Financial Planning report and answered questions from the Board.

--The Board accepted by consensus the B2: Financial Planning report as being in compliance, finding it to include reasonable operational definitions/interpretations and evidence to support John's assertion of compliance.

#### 7. BREAK

7:58 PM-8:08 PM

#### 8. BOARD POLICY MONITORING

8:09 PM-8:22 PM

Siobhan presented the C5: Directors' Code of Conduct, C6: Officers' Roles, C7: Board Committee Principles and C8: Governance Investment monitoring survey results and led a discussion. A few ideas were proposed to facilitate greater Board participation in Columinate training opportunities, and it was suggested that C5:5 be updated to accommodate virtual attendance at Board meetings. Several Directors were appointed to draft a revision of C6:8 to ensure smooth transition of officers.

#### 9. COMMITTEE REPORTS

8:23 PM-8:43 PM

Emily presented the Perpetuation Committee report and led a discussion about ideas for making the Board recruitment process simpler and more effective. The Committee will circulate proposed changes to the application form via email in order to begin accepting applications in January.

#### 10. EDUCATION AND EVOLUTION

8:44 PM-8:57 PM

Julie, Kerry and Mary solicited ideas for 2022 Education and Evolution topics, with a focus on external political, economic and environmental factors which could impact the future of the Co-op.

## 11. CLOSING FORUM

8:58 PM-9:04 PM

It was clarified that Julie will hand over the presidency to Mary and Kerry, and that Justin will assume Mary's role as secretary in December/January but that Julie's term ends in April. The Board thanked Julie for her four years of dedicated service as Board President.

## 12. NEXT MEETING

9:04 PM

As the Board traditionally does not meet in December, the next Board meeting will be Tuesday January 25, 2022 from 7:00 PM-9:00 PM via Zoom.

At 9:04 PM the meeting was adjourned.

Respectfully submitted,

Sarah M. Braik

Board Assistant