

**PORTLAND FOOD CO-OP Board of Directors**  
**Meeting Minutes**  
**August 23, 2016**

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Present: Chris Stacey, *President*; Rachelle Curran Apse, *Vice-President*; Carolyn May, *Treasurer*; Matt Peters, *Secretary*; Julianne Baroody; Chris Burnham; Melissa Emerson; Taryn Hallweaver and Anna Kent (Quorum)

Also present: John Crane, *General Manager*; Sarah Braik, *Board Assistant*; Maria Anderson, SB, Ashley Bahlkow, Sophia Bahlkow, Elizabeth Capone-Newton, Caroline Fernandes, Heather Foran, Crystal Gamet, Julio Henriquez, Nat Lippert, Laura Mailander, Ali Mann, Dan Marks, Phyllis Reames, Sada Stavrum, *Member-Owners*; and Sylvia Stormwalker, *guest*

Absent: Daniel Ungier

CALL TO ORDER

7:03 PM

1. WELCOME/CHECK-IN/ANNOUNCEMENTS

7:03 PM

A Director reported attending Casco Bay Garden Day on August 20. Directors were urged to attend Green Fest on September 10.

Maine Food Strategy has just released a framework document and are scheduling implementation meetings.

The Board regretfully accepted Gloria LaBrecque's resignation and discussed appointing someone in her stead. Given where we are in the election cycle it was suggested that the position remain unfilled unless someone can be found who does not need a substantial orientation. A former Board member has already been approached and is considering it. It was proposed that the Board authorize his appointment if he is willing.

--The Board accepted the proposal to offer the appointment to him, if he consents, and if not, to leave the position unfilled.

2. AGENDA REVIEW AND TIME CHECK

7:04 PM

3. APPROVE MINUTES FROM JUNE 28 MEETING

7:04 PM

--The Board approved the July 26 minutes by consensus, with a change to item # 7 from "survey" to "surveys on C and D policies." .

#### 4. MEMBER-OWNER FEEDBACK

7:05-7:40 PM

Chris (Board President) welcomed Member-Owners wishing to speak about the Co-op's position regarding the Driscoll's berries boycott. Following Board introductions, Member-Owners presented their opinions on the Co-op's policy of purchasing berries from Driscoll's as long as the particular farms they come from are not experiencing labor disputes and there are no local berries available. Issues raised included the difficulties of accommodating conflicting Member-Owner expectations and the importance of considering the cooperative principles of education, training and information and concern for community in making purchasing decisions. Recommendations included developing a boycott policy, including on the signage the rationale behind store policy regarding the berries, and prioritizing a commitment to racial/social justice and farm worker's rights in Co-op purchasing policies. Board members were invited to the Southern Maine Work Workers' Center Work with Dignity Breakfast Saturday September 17th, which will highlight Familias Unidas and the Driscoll's boycott. The Board thanked the Member-Owners for their input and assured them the Board will carefully consider their suggestions.

#### 5. GM MONITORING REPORTS AND POLICY REVIEW

7:40-8:28 PM

##### Monthly Financial Report

John Crane (GM) presented the monthly financials and answered questions from the Board. A proposal was made that financial reports be required on a quarterly basis from now on.

--The Board accepted by consensus the proposal to eliminate the monthly financial report, and requested that the GM still provide on a monthly basis a Profit and Loss Statement, Balance Sheet, and Cash Flow Statement with year-to-date comparisons to the previous year.

##### Monitoring Report B4: Member-Owner Rights and Responsibilities

John presented the B4 report and answered questions from the Board

--The Board accepted B4: Member Owner Rights and Responsibilities by consensus, finding it to include reasonable operational definitions/interpretations, and evidence to support John's assertion of compliance.

##### Update on interpretations of A1.1: Products and Facilities

John presented an A1.1 update and answered questions from the Board, which recommended a few changes in language. The Board also discussed the possibility of making some changes to the policy during the coming year.

##### Updated Co-op Purchasing Policy

John presented an update to the Co-op Purchasing Policy, which had been developed by his predecessor.

## 6. SOCIAL TIME

8:28-8:37 PM

## 7. EDUCATION AND EVOLUTION

TABLED

## 8. BOARD RECRUITMENT AND MO-LINKAGE

8:37-8:43 PM

The Board reviewed the Board election and recruitment timeline and formed two ad hoc committees, one to draft a matrix of qualifications for Board candidates and the other to research a bylaws change concerning the self-nomination process. One or more non-Board members will be invited to join. Board members were urged to add names to the prospect list.

## 9. DRISCOLL'S POLICY

8:44-9:27 PM

The Board reviewed the Driscoll's policy in light of Member-Owner feedback. John stated that he would prefer to honor the Driscoll's boycott. The Board discussed whether Board mission and policies support this decision and concluded that policies D3 and A1, and the underlying principles and values of the Co-op's mission and policies, do support it. The Board also weighed the Co-op's responsibility to Member-Owners to be financially sustainable (as Driscoll's berries are a portion of sales) against this opportunity to distinguish the Co-op from other retail grocers and to create community alliances, especially around worker's rights issues. They also discussed the possibility of developing a boycott policy, holding Member-Owner forums for these kinds of discussions, and beginning a conversation about the role of the Board within the community. The Board discussed how to communicate this decision to the broad Member-Ownership and to those Member-Owners who attended the meeting and decided that John will write a letter to Member-Owners explaining his decision on the Driscoll's policy and that the Board will write an email to the Member-Owners who attended the earlier part of the meeting.

## MEETING EVALUATION

9:28 PM

## 10. NEXT AGENDA

9:28 PM

The next meeting will be Tuesday September 27, 2016 from 7:00-9:00 PM

At 9:28 PM, the meeting was adjourned.

Respectfully submitted,

Sarah M. Braik  
Board Assistant