



Just Food Board Meeting Minutes

December 11, 2024

Present: GM Matt K., President Carla J., Vice President Derek M., Secretary Page N., Brandi A., Michael P., Brenda K., **Incoming Board Member Elect:** Claire R., **Staff:** Board Admin Laura G., **Absent:** Treasurer Jake M.

Meeting called to order by President, Carla, at 6:32 pm

Agenda Review: Carla confirmed quorum. No changes to the agenda.

Monitoring Reports

B1 - Financial Condition - presented by Matt

Matt provided the B1 report prior to the meeting for board review. Matt provided additional explanation, including continued use of cash flow vs. EBITDAP for financial goal-setting. The board discussed JFC's loan and considerations related to future refinancing possibilities. Carla motioned to approve the report. First by Derek, second by Michael. There were no objections and the motion was carried.

Recurring Consent Agenda - presented by Carla

Minutes of November 2024 Board Meeting

New Membership Applications

Owner Reconciliation

Carla moved to approve the consent agenda. There were no objections and the motion was carried.

Board Business

Actions without Meetings – None.

Operations Report – presented by Matt

Department managers provided written updates for review prior to the meeting. Matt answered questions and discussed end-of-year budget performance across departments. Matt also answered questions about JFC's ongoing engagement with a consultant to improve management team collaboration and staff culture.

Bylaw/Articles of Incorporation Legal Review Update – presented by Matt



Matt reported that JFC has engaged a lawyer, who is in the process of reviewing the amended Bylaws and Articles of Incorporation. The review is expected to be complete within a few weeks.

Board Committees

Education Committee: Did not meet.

Outreach: Met. Brandi A. is planning orientation for new board members. The board discussed the need for a standardized offboarding process for exiting board members to preserve institutional knowledge.

Finance: Did not meet.

Events: Met. Brenda K. will chair the Events Committee in 2025. The board discussed ideas for community-engagement events in 2025. The committee is beginning work on the Seed Swap event.

Review Calendar and Tasks: Carla proposed that the full board may meet 10 times per year instead of 12. The board will discuss further at the next meeting.

Adjourn: Carla motion to adjourn at 7:36pm. There were no objections and the motion passed.

The next meeting is January 15, 2025 at 6:30pm
at 500 Water Street