



Ashland Food Co-op
Board of Directors

**Ashland Food Cooperative
Board of Directors Meeting
November 12, 2014
APPROVED**

Board members present: Gwyneth Bowman, Joanie Kintscher, Jeff Golden, Charlie Douglass, Ian Crosby, Gary Einhorn, Julie O'Dwyer. **Employees present:** Emile Amarotico, General Manager. **Others:** Ken Crocker, Professional Facilitator; Abby Lazerow, Board Administrator.

The Meeting was called to order at 6:00 p.m. by Ken Crocker.

AGENDA ITEM	DISCUSSION POINTS	ACTION	REMINDERS/ FOLLOW UP
Positive Affirmation	<ul style="list-style-type: none"> Gary Einhorn led the positive affirmation. 		
Announcements, Calendar of Opportunities and Expectations	<ul style="list-style-type: none"> There are currently issues with the Wiki server. Abby asked Directors to notify her if any Wiki documents do not open. Gwyneth read a section from the Bylaws about Board committees. Information included: 1) Advisory committees should include one Director; 2) Some committees consist only of Directors; and 3) Board and Board Committee meetings are open to all owners but will meet in executive session if information is sensitive. Gwyneth recently sent out letter of agreement with consultant Cheryl Good and copied it to the Board. Directors agreed that Gwyneth should continue to sign invoices and lead the GM Evaluation process. 	Directors agreed that Gwyneth should continue to sign invoices and lead the GM Evaluation process.	
Owner Forum	<ul style="list-style-type: none"> Owner Al Karger attended the meeting. 		
Agenda Review	<ul style="list-style-type: none"> Done. 		
Consent Agenda	<ul style="list-style-type: none"> October, 8, 2014 Board Meeting Minutes October 8, 2014 Executive Session Minutes Finance Report, November 2014 GM Report, November 2014 Outreach Report, November 2014 	The consent agenda was unanimously approved.	

	<ul style="list-style-type: none"> • 2015 Board Budget 		
Co-op University	<ul style="list-style-type: none"> • Employee Director Ian Crosby informed the Board about the development of Co-op University. This project came out of the Happiness@Work project. • Employees will be able to sign up for classes, continuing education, knife training, on-the- job needs, and elective education. Classes will be offered through a cloud-based NCGA subscription service. All employees can attend eight hours per year. The cost is \$20.00 per year/person. Employees are excited about the new opportunities for learning. • New ideas for classes should be brought to the HR Department. • The BDC will find out if some of these classes are suitable for Board development. 		BDC members will determine if Co-op University classes are suitable for Board leadership development.
GM Evaluation	<ul style="list-style-type: none"> • The GM evaluation takes place from January to March 2015. Gwyneth reminded Directors to prepare for the evaluation by reading the GM job description and 2014 monthly GM reports to the Board. • The Executive Committee will review the evaluation questionnaire in detail in November and December. • The evaluation could be improved by creating broader categories and fewer questions. • It is important to have observable and measurable data as well as ways to determine which performance areas currently need attention in the organization. • The Board should be clear and in agreement about ratings scale definitions. These should be reviewed in Executive Session. • Confidentiality of manager responses is important. Comments are very valuable and helpful, especially when there is high standard deviation. • The Board plans to evaluate GM goals as a group. • One Director suggested presenting Emile with goals that the Board would like to see him accomplish during the next year. Emile should also discuss the goals he has met for himself and what he would like to accomplish in 2015. Directors would also like feedback from the GM about whether he has the time and energy to accomplish these goals. • It is difficult for Board Directors to objectively evaluate the 		Directors reminded to review the GM job description and 2014 monthly GM reports.

	<p>GM's interpersonal relationships with employees; therefore, those evaluation questions should be revised. The Board is comfortable evaluating in areas of finances, general operations, vision and planning, decision-making, team building, compliance and review of strategic priorities.</p> <ul style="list-style-type: none"> • Evaluation revisions will be sent to Cheryl Good. Gwyneth and Cheryl will review them together before they are sent out on Survey Monkey. • Emile has confidence that the evaluation will be meaningful and objective, as many people are contributing their perceptions and responses. 		
Recruiting New Board Director Candidates	<ul style="list-style-type: none"> • Directors were reminded to recruit prospective Board members. The Outreach Department will advertise Board elections in the Co-op newsletter. • Although it is helpful to know if current directors do not plan to run for re-election, a director should have the same privilege as other owners to meet the application deadline. • The Board encourages owners to be involved on committees to see if they would like to be part of the Board and Co-op governance. 		
BDC Proposal for Board Development Focus Group	<ul style="list-style-type: none"> • The purpose of the focus group is to generate high-quality dialogue with informed and committed owners about motivations to take part in cooperative governance. Board responsibilities and benefits, education, personal growth, stipends and compensation will also be discussed by the focus group. Through these discussions, the BDC hopes to learn about owner perceptions and attitudes that may represent challenges and obstacles for board recruitment. • Potential Board candidates and volunteers may also emerge from the group. • The focus group would have approximately 20 participants and would meet three times. Directors will invite or recruit attendees. It is especially important to have participants from the next generation of owners. • The BDC will create an invitation. Julie and Gary offered to develop a short opening presentation. The Board Administrator will schedule the meetings. • The Board unanimously agreed to approve the event. 	The Board approved the proposal and budget as written.	.
Break	<ul style="list-style-type: none"> • A ten-minute break was taken. 		

GM Report	<ul style="list-style-type: none"> • The new air curtain will create some noise but will be worthwhile, saving heating and cooling costs. • LED lighting will be added to the cheese case. • Closing the store for all-store meetings impacts business. However, it is beneficial for employee team-building. • There have been owner and employee requests for the Co-op to consider developing a recreational marijuana dispensary. The Board agreed this should not be a current focus of the Co-op, but asked Emile to monitor future developments in the community. It is possible the Co-op could support related businesses that develop using a cooperative model. • The Board and MT are in agreement that the Co-op should not participate in product boycotts. The Co-op will continue to promote high food standards and allow customers to choose whether or not to support particular companies. • To improve parking, Emile has been investigating whether to change our hours of operation and has reviewed graphs showing sales in the winter months. Noon to 6 p.m. accounts for 50% of sales. Some people believe the store should stay open later during the summer, with the Co-op offering incentives for customers to shop from 7:00 p.m. to 10:00 or 11:00 p.m. • Emile and mangers are developing proposals to create a cost-neutral social media position. • Steve Sendar has offered to conduct a SWOT analysis for the space and production facility strategic plan concepts. 		
Employee Director Report	<ul style="list-style-type: none"> • Employee Alliance is now fully staffed. Employees are much more optimistic and positive about the EA. • The Deli Manager has been on leave. 		
Board Food Policy	<ul style="list-style-type: none"> • Some Directors are only able to take their meals after meetings. The policy should be changed to reflect this. • Abby and Gwyneth will revise the Board Food and Discounts policy and send it out to the Board for review. 		Abby and Gwyneth will revise the policy document.
Board Holiday Party	<ul style="list-style-type: none"> • Julie provided sample menus for the Harvest and Peerless restaurants. • The Board approved the Harvest Restaurant as the holiday party location. 	The Board approved the location of the holiday party.	

The meeting was adjourned at 8:08 pm.