



**Ashland Food Cooperative
Board of Directors Meeting
February 11, 2015
APPROVED**

Board members present: Gwyneth Bowman, Joanie Kintscher, Ian Crosby, Charlie Douglass, Jeff Golden, Gary Einhorn, and 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"> Gwyneth Bowman led the positive affirmation. 		
Announcements and Training Opportunities	<ul style="list-style-type: none"> Feb. 25, New Owners Dinner, 6:30-8:30 p.m. Feb. 25, Farewell Reception to Mary Shaw, 1-3 p.m. March 2, Candidate Applications Available at Information Desk Community Grants Due. March 27, Board Candidate Applications Due by 9 P.M. CBL101 in Portland on March 28. 		<p>Gary Einhorn will attend the New Owners Dinner. Jeff Golden and Julie O'Dwyer might attend.</p> <p>Jeff Golden may attend the CBL 101.</p>
Owner Forum	<ul style="list-style-type: none"> Gregg Marchese (Owner # 3543) said that all that supports life is sacred. We should look at our food as sacred and not to adulterate it or manipulate it. Gregg talked about an association of poultry producers in Germany that worked collaboratively with retailers and consumers. He suggested surveying Co-op owners to see if they would accept a price increase or use owner dividends to support offering non-GMO foods in the Deli. He also thought if the Co-op could guarantee to purchase non-GMO fed meats from local farmers, the farmers could increase their production to meet 		

	<p>our demand. Gregg also asked for clearer labels for organic foods in the Deli.</p> <ul style="list-style-type: none"> • David Terry (Owner #5765) wondered why the Co-op was involved with political issues such as the United Nations. He offered the Board a handout about the U.N. • Jasna Pecanic (Owner # 2263) is a happy, loyal and grateful member of the Co-op. She appreciates the non-GMO verified stickers in the store. She found it difficult to read labels in the Deli. She suggested the Co-op source their own meats and eggs for the Deli. • Al Karger (Owner # 2995) would like to see the Co-op offer medical marijuana or take orders and provide medical products for customers. He also asked questions about the labor budget, community grants and the patronage dividend. • Gwyneth Bowman thanked owners for coming to the meeting and sharing their ideas. She informed owners that substantive progress is being made on the GMO issue. The Co-op rarely involves itself with political issues, but took a stand in saying GMOs pose a risk for our health.. She also found the Co-op farm idea very interesting. 		
Agenda Review	<ul style="list-style-type: none"> • Done. 		
Consent Agenda	<ul style="list-style-type: none"> • January 14, 2015 Board Meeting Minutes • January 14, 2015 Executive Session Minutes • GM Report, February 2015 • Finance Report, February 2015 • Name of 2015 Nominating Committee • 2015 Board Candidate Application • Calendar of Expectations for Board Directors, Revised January 14, 2015 	The Board unanimously approved the consent agenda.	
GM Evaluation Update	<ul style="list-style-type: none"> • Gwyneth presented an overview of the GM evaluation process. • GM strategic priorities will be evaluated on February 11. Feb. 15, 2015 is the evaluation due date for Directors. • Consultant Cheryl Good will send an evaluation compilation to the Board President on March 1, 		

	<p>2015. Identifiable comments will be removed.</p> <ul style="list-style-type: none"> The Executive Committee will review the evaluation with Emile on March 9, 2015 and evaluation results will be discussed in Executive Session on March 11, 2015 . 		
Patronage Dividend	<ul style="list-style-type: none"> Directors discussed about how to educate owners about why funds are retained and how the Patronage Dividend is developed. The Finance Committee has not yet made a recommendation about the 2015 Dividend percentage. One Director thought it was important for owners to be able to read about the history of the patronage dividend, how it was used when the Co-op required significant capital expenditures, and how it is used to reinvest in the business and expansion. The newsletter could be a good venue to educate owners about how decisions are made in governance. The Finance Committee is charged to wisely recommend how the patronage dividends are used. The Finance Committee also develops the explanation about the dividend that is sent out with the dividend checks. Our dividend has been 50% for many years and is one of the largest in the industry. Because sales have been flat, it is anticipated the patronage dividend will be lower in 2015. The average dividend checks are between \$2.00 and \$15.00. One Director wondered about engaging owners in decisions about the Patronage Dividend. Several Directors were not in favor of this idea. The Board suggested the Director to attend the March Finance Committee meeting to gain an understanding of the current process before considering alternatives. 		
Break	A ten-minute break was taken.		

GM Report	<ul style="list-style-type: none"> • Repair of the delivery driveway has been postponed indefinitely pending the outcome of our strategic planning initiatives.. Emile is looking into a long-term alternative solution, Gwyneth suggested contacting OSHA for ideas. • Progress is being made on the private employee patio. The goal is to make it more restful, with private landscaping and fencing. • Upgrades are being made for the store retail floor including incorporating magazine displays in two new expanded merchandisers and a grab and go cooler that will be installed between checkstands. • Directors discussed options for basic pricing items. 		
Employee Director Report	<ul style="list-style-type: none"> • The Employee Director did not have any new information to report. • The Employee Director thought there should be better signage for basic pricing items. 		

The meeting was adjourned at 7:30 p.m.