

**Ashland Food Cooperative
Board of Directors Meeting
March 13, 2013
APPROVED**

Board members present: Gwyneth Bowman, Peter Hoyt, Joanie Kintscher, Phil Johnson, Ed Claassen, Sheila Carder
Employees present: Richard Katz, General Manager. **Others:** Ken Crocker Facilitator; Abby Lazerow, Board Administrator

The Meeting was called to order at 6:00pm by Ken Crocker

AGENDA ITEM	DISCUSSION POINTS	ACTION TAKEN	REMINDERS/ FOLLOW UP
Positive Affirmation	<ul style="list-style-type: none"> Peter Hoyt led the Positive Affirmation. 		
Announcements	<ul style="list-style-type: none"> The Prospective Board candidate reception will be held on Tuesday, March 19 at 6:30 p.m. All directors are encouraged to attend. The Voluntary Simplicity discussion group will have its last meeting in March. A new group will begin again in April on Thursday evenings. Community members, staff and employees are invited. For further information about Voluntary Simplicity, go to http://www.nwei.org/ ScienceWorks is communicating with the Lemelson Center for the Center of Study and innovation, part of Smithsonian Institute. The Center considers Ashland to be one of the hot spots of innovation. If Ashland is selected, related programs would be developed including a discussion group and a series of interviews that would be posted on their innovations map. It would be important for the Co-op to partner with this program. 		Joanie, Gwyneth, Sheila, Charlie, Phil, Ed will attend.
Agenda Review	Done	Approved.	
Consent Agenda	The board unanimously approved all Consent Agenda items: Consent Agenda: <ul style="list-style-type: none"> Board Meeting Minutes, February 2013 GM Report, March 2013 BDC Elections Manual, Revised February 2013 	The board approved all Consent Agenda documents.	
Owner Forum	<ul style="list-style-type: none"> Owner Beth Lorie came to observe the Board meeting. 		

Proposal to Approve Authority for the Search Committee to Finalize the Employment Agreement for the Newly Hired General Manager	<ul style="list-style-type: none"> • The Board will soon decide whom to hire as GM. • The Search Committee will start to negotiate the GM employment agreement. • The Board of Directors authorized the Search Committee to negotiate the terms of the GM contract. 	<p>The Board authorized the Search Committee to negotiate the terms of the contract for the new GM.</p>	
Report of the Bylaw Revisions to be Placed on the Ballot for the 2013 Annual Meeting by Mail	<ul style="list-style-type: none"> • Work is still being done to review the bylaws. • The Board will approve the proposed amendments to the bylaws in April and owners will vote whether to approve the bylaw amendments in June. • Owners will be able to read background explanations and review and compare the documents on the Co-op website. 		
GM Evaluation Update	<ul style="list-style-type: none"> • The Board commended Richard for his impressive evaluation. • The Executive Team will meet to write a short report and send it to the rest of the Board. • The evaluation will be discussed in Executive session in April and feedback will be given to Richard. 		
Organizational Assessment Update	<ul style="list-style-type: none"> • The Organizational Assessment Committee sent out RFP and received 8 proposals. The top three consultants were interviewed and the committee is in the process of making a final decision and to negotiate a scope of services and fees. • The timing of the assessment coincides with the forming of the employee alliance and the new GM. • The assessment process may start within a few months and take place over a year. 		
Employee Alliance	<ul style="list-style-type: none"> • 86 employees signed a petition to form an Employee Alliance. This represents 57% of eligible employees. Recognition will allow this group to become a legal bargaining unit. • The Board appreciated the interest and initiative of our employees in creating Co-op Employee Alliance. • The Board unanimously agreed they believe the Employee Alliance has lawful majority status as a labor organization. They formally signed a document stating they are willing to negotiate in good faith with the Employee Alliance. All agreements with the Employee Alliance will be made after approval by the Board of Directors, and the GM was authorized to sign and adopt such agreements approved by the Board. 	<p>The Board unanimously agreed to recognize the Employee Alliance as a lawful labor organization.</p>	

The meeting was adjourned at 7:07 pm.

An Executive Session followed the Board meeting.

Board Actions:

The following Consent Agenda Items were approved:

- Board Meeting Minutes, February 2013
- GM Report, March 2013
- BDC Elections Manual, Revised February 2013

The next regularly scheduled Board meeting will be on Wednesday April 10 at 6:00 p.m. with Ken Crocker facilitating.

Minutes are not posted until approved by the Board at the next month's meeting.

The meeting was digitally recorded by the Board Administrator. Minutes were kept and prepared by the Board Administrator, Abby Lazerow.