



Ashland Food Co-op
Board of Directors

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

Board members present: Gwyneth Bowman, Gary Einhorn Joanie Kintscher, Charlie Douglass, Ed Claassen, Phil Johnson, Sheila Carder. **Employees present:** Emile Amarotico, General Manager. **Others:** Abby Lazerow, Board Administrator, Ken Crocker, Professional Facilitator.

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

AGENDA ITEM	DISCUSSION POINTS	ACTION TAKEN	REMINDERS/ FOLLOW UP
Positive Affirmation	<ul style="list-style-type: none"> Gary Einhorn led the Positive Affirmation. 		
Agenda Review	<ul style="list-style-type: none"> Done. 		
Announcements	<ul style="list-style-type: none"> Directors were reminded to RSVP to Sharon about attending the All-Staff Holiday Party on December 7. 		
Consent Agenda	<ul style="list-style-type: none"> The consent agenda was approved. 		
Owner Forum	<ul style="list-style-type: none"> Tuula Rebhahn and Julia Summer observed the meeting. 		
Board Interns	<ul style="list-style-type: none"> A suggestion was made to have Board Interns, who would offer assistance to the Board and serve on a Board committee. Interns would be recruited from a pool of owners who have been volunteers on committees. Being an intern would be a natural progression for committee volunteers who want to learn more about being a Board Director and to gain experience working with the Board. The role interns would play in open discussions at Board meetings would need to be carefully defined. It might also be possible to have a Staff Director intern. There are many reasons to increase the size of the Co-op Board. The Co-op is a large enterprise, but there are currently only a small number of people on Board committees and additional help is needed. Directors handle 		BDC will look into the idea of Board interns and discuss it with the Board in the spring.

	<p>many complex issues.</p> <ul style="list-style-type: none"> The BDC will look into the idea of Board interns and discuss it with the Board in the spring. 		
Annual Meeting Date	<ul style="list-style-type: none"> The Outreach Committee proposed having the annual meeting/picnic after the election to give Co-op owners the opportunity to meet with newly elected Directors. Weather is often a concern in June and might be more reliable in July. Candidate videos and statements posted on the Co-op website allow owners to learn about candidates. The Outreach, BDC, and Executive Committees were in favor of holding the annual meeting following the conclusion of the elections. 	The Board agreed to support the Outreach Committee to change the annual meeting date to July.	
Board Committee Goals	<p>The Board Committees presented their annual goals:</p> <ul style="list-style-type: none"> Community Grants Committee Goals: 1) Create a consistent funding cycle; and 2) hold a discussion to consider offering several larger grants. Board Development Committee: 1) Recruit strong candidates and engage a younger demographic; 2) run a smooth elections process; 3) inform the Board of upcoming conferences, identify the best opportunities for participation, and promote Board training and attendance at regional and national conferences; 4) consolidate Board process documents on the wiki; and 5) utilize the collaborative strategic planning process for board development and team building. At the request of the Executive Committee, the additional goal of creating a process and manual for new Board Director orientation was also added to the BDC goals. Finance Committee Goals: 1) explore options to purchase property to expand the Co-op; 2) invest Co-op funds so they are protected and to preserve liquidity; and 3) review and recommend the Community Grants calculation. Outreach Committee Goals: 1) Continue Rogue Co-op collaborations; 2) create social events with board directors of local co-ops; 3) offer dinner with the Directors and Brunch with the Board twice yearly; 4) investigate adding a social event for Employee/Board collaboration; 5) reach out to SOU students to build a new generation of cooperators; and 6) revisit and document the Outreach best practices manual. Executive Committee Goals: 1) Foster the orientation and integration of the GM at AFC, including a 6-month check-in/discussion in January; 2) create Co-op expansion proposals; 	Board approved adding the BDC goal of creating a manual for new Board Director mentoring and orientation to the 2014 Board Development Committee Goals document on the consent agenda.	Abby will add the additional BDC goal to the document..

	<p>3) monitor the H@WP to make sure issues are resolved; 4) provide governance for negotiations with the Employee Alliance; 5) assist with the process of exploring ways to alleviate parking congestion and explore new ways for owners to purchase groceries; 6) develop a new evaluation system for the GM to use in 2015; 7) provide leadership for the strategic planning process; and 8) develop a market study.</p> <ul style="list-style-type: none"> • All committees were reminded to develop process documents for their activities. 		
<p>GM Report</p>	<ul style="list-style-type: none"> • Emile is investigating the possibility of Co-op participation in the NCGA development loan fund. • The store is working with professionals on rodent abatement • Employee alliance bargaining is going very well and the Contract Committee is working closely together. Currently compensation, the bonus structure and the disciplinary process are being discussed, and the group has come to agreement about attendance. The Committee is also revising the employee handbook, removing extraneous items and integrating other items into the contract. The GM has been taking key pieces of the bargaining discussion to the MT for review. • It is hoped a contract will be available in early 2014. When the contract is completed, the Board will review the document for final approval. After the Board ratifies the contract, the EA will ask for a vote of employees to accept the contract. To expedite the process, the Board requested a Board summary and suggested reviewing and approving sections of the EA contract as they are completed. • Employees are supportive of Directors attending all-staff meetings. In 2014, one meeting will be held in the morning and the other in the evening. It is recommended Directors attend at least one all-staff meeting a year. • Loss prevention needs to be improved. Emile is considering hiring the Grange Co-op's in-house security, which provides an excellent security force. • The Co-op continues to work on its non-GMO policy. This program is expanding over time. Information is available in the newsletter and on the Co-op website. • The Co-op has recently invested in a machine that takes 		<p>Emile will present a summary of the EA contract to the Board at the January Executive Session.</p>

	<p>water and transforms it into water specialized for sanitation and cleaning. It eliminates the use of caustic chemicals and can also be used in the deli in place of bleach buckets for hand washing. The cleaning product may be packaged and available for sale at the store in the future.</p>		
<p>Staff Director Report and All-Staff Meeting Update</p>	<ul style="list-style-type: none"> • There is great energy and positive discussion at the Contract Committee meetings. People are bringing good will, good ideas, active listening and thinking outside of the box to the table. • The All-Staff meeting went well. The Solutions Teams made presentations and many staff members were able to speak. Healthy food from the Co-op was served. • Employee morale feels strong. 		

The meeting was adjourned at 7:24 pm.