



**Ashland Food Cooperative
Board of Directors Meeting
September 11, 2013
APPROVED**

Board members present: Gwyneth Bowman, Joanie Kintscher, Phil Johnson, Ed Claassen, Sheila Carder, Gary Einhorn, Charlie Douglass **Employees present:** Emile Amarotico, 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"> Ed Claassen led the Positive Affirmation. 		
Announcements	<ul style="list-style-type: none"> Dinner with the Directors will be held on Wednesday, October 16, 2013. 		Sheila, Charlie, Ed may attend the Dinner with the Directors.
Agenda Review		Approved.	
Training Opportunities	<ul style="list-style-type: none"> Gary and Ed will attend the Cooperative Leadership 101 course, held in Sacramento on September 27. “In the Know about GMOs” class, October 1 at the Co-op. 		Gary and Ed will report about the conference to the Board in October.
Consent Agenda	<p>The board unanimously approved all Consent Agenda items:</p> <ul style="list-style-type: none"> August 2013 Board Meeting Minutes August 2013 Executive Session Minutes GM Report, September 2013 Outreach Report, September 2013 Board Finance Report, September 2013 2013-2014 Board Committees Positive Affirmation Calendar, Sept. 2013 Newsletter Calendar, September 2013 GM Succession Planning Chart Grants Committee Annual Report, 2012-2013 Board Development Conference and Training Application Process, Sept. 2013 	The Board of Directors approved all Consent Agenda documents.	

	<ul style="list-style-type: none"> • Board Director Conference and Application Form 		
Cover Oregon Program for Co-op Owners	<ul style="list-style-type: none"> • Gary Einhorn introduced Sue Carney, who is a trained insurance agent affiliated with Cover Oregon. • The goal of Cover Oregon is to insure all Oregonians. Sue is offering her services to assist owners to sign up with the insurance exchanges. There are 18 difference companies as well as different tiers and prices. The enrollment period begins October 1. • Sue's services are free. If people sign up for Cover Oregon, she receives a fee for her counseling from the Cover Oregon program. • The Board agreed to allow Sue Carney make presentations about the Cover Oregon program at the Co-op, both through classroom presentations and at tables outside the Co-op. Gary Einhorn abstained from voting because Sue Carney is his client. • Although Ms. Carney is also affiliated with Aflac, the Board asked that Aflac (or any other insurance company) not be a part of the initial outreach to owners. Additionally, the Board requested another Cover Oregon agent (or agents) be interviewed and approved to also make presentations. • At all classes and presentations, there will be a disclaimer informing owners the agent(s) will be paid for their enrollments through Cover Oregon. 	The Board agreed to allow Sue Carney to make presentations about Cover Oregon at the Co-op. Aflac or other insurance programs may not be discussed. Other approved agents may also make presentations to owners.	
2008 Patronage Dividend Forfeiture	<ul style="list-style-type: none"> • Patronage Dividend checks were issued in 2009 for 2008 purchases. Of the thousands of checks sent to owners, 571 checks were not cashed. There is \$2915.00 in outstanding checks. Letters have been sent to these owners asking them to respond before October 1, and 39 owners have requested to have their checks reissued. 532 owners have not yet responded to the letters. • The Board voted to approve the 2008 patronage dividend forfeiture for checks issued in 2009. 	The Board approved the 2008 Patronage Dividend forfeiture for checks issued in 2009.	Finance committee will discuss raising the dividend check minimum from \$2.00 to \$5.00
Board Meeting Times	<ul style="list-style-type: none"> • The Board discussed whether it would be beneficial to change the regular Board meeting dates and times. • Directors agreed the predictability of knowing regular meeting dates were important, both for their schedules and for our owners. Directors agreed to continue holding Board meetings on the second Wednesdays of the month. • The new conference phone technology worked well and will 	Directors agreed to continue holding Board meetings on the second Wednesdays of the month.	

	allow Directors who are traveling to participate in the meeting.		
Owner Forum	<ul style="list-style-type: none"> • There were no owners present. 		
Break	<ul style="list-style-type: none"> • A 10 minute break was taken at 7:05 p.m. 		
GM Report	<ul style="list-style-type: none"> • Emile presented an update on the Shostrum property. • The strategic planning meeting went very well. • Emile's major focus has been on strengthening and building relationships with staff, and encouraging managers to also build relationships with their teams. • The Happiness at Work Solutions presentations were very successful. • The Employee Alliance bargaining process has begun, with meetings continuing twice a week for the next two months. The goal is to have a finalized contract by January 1. The final contract agreement will be ratified by employees, the Management Team and the Board. • Employees are looking to invest their 401 K plan in green and sustainable companies and are working with a plan advisor to make those options available. • The Co-ops' Ashland Owners' sales growth continues to be very positive. • The design phase of the Deli reconfiguration has started and a first draft will be presented by the end of September. The goal of the project is to improve traffic flow, • There are many cracks in the delivery driveway. Rather than merely patch them, Emile is working with a contractor to survey the area and re-engineer the driveway for better travel. A heated walkway may be added to allow for ice-free pedestrian travel. If underground utilities are opened, upgrades may also be made at this time. • Emile will be attending the NCGA meeting in Seattle, September 16-18. The Provender Alliance will be held in Hood River, October 2-4. Ten staff members will attend. • One Director asked that a future discussion be held to brainstorm about parking solutions. • The Board requested that 25 minutes of agenda time be 		Emile will forward the Growth study to the Board.

	given to future GM Reports.		
Happiness at Work Project Update	<ul style="list-style-type: none"> • The HAW program has provided a context for healing, engagement and involvement. The project has generated good will and excitement and has also built new connections between departments. • Partnering with the GM, MT and EA has been a good process. Three employee teams focused on the topics of stress & renewal, communication and cooperation, and education and development. These teams came up with creative, thoughtful and realistic ideas that could be implemented. Final team reports were presented on September 9, 2013. • Everyone is excited about the Co-op University pilot program. • Key to the success of the project were Alisha, the chair of the EA, who infused positive energy and modeled a collaborative process; Sharon, who was key in providing background support and helping the HAWP to flow, and Emile, who caringly held the spirit of the project and supported the team recommendations. • All staff meetings will meet semi-annually. The next all-staff meeting is planned for early November. The meeting will include brief team presentations to all staff by the teams. • The MT was very impressed with the quality of ideas and 3-4 managers signed up to participate in the implementation stage. 		
Staff Director Report	<ul style="list-style-type: none"> • Employees are very excited about the HAW process, and it exceeded all expectations. The GM and MT have shown the importance of investment in human capital. • There are opportunities for more employees to participate on the implementation committees. 		
Owner Survey Update	<ul style="list-style-type: none"> • Annie reviewed the Owner Survey results at the September Outreach Committee meeting. Results were similar to the previous survey, with costs and parking as main concerns. • Annie will make a presentation to the BoD during the pre-meeting in November. 		

The meeting was adjourned at 8:11 p.m.

- **Board Actions:**
- **The following Consent Agenda Items were approved:**
- August 2013 Board Meeting Minutes
- August 2013 Executive Session Minutes

- GM Report, September 2013
- Outreach Report, September 2013
- Board Finance Report, September 2013
- 2013-2014 Board Committees
- Positive Affirmation Calendar, Sept. 2013
- Newsletter Calendar, September 2013
- GM Succession Planning Chart
- Grants Committee Annual Report, 2012-2013
- Board Development Conference and Training Application Process, Sept. 2013
- Board Director Conference and Application Form

The next regularly scheduled Board meeting will be on Wednesday October 9, 2013 at 6:00 p.m. with Ken Crocker facilitating.
Minutes are not posted until approved by the Board at the next month's meeting.

Meeting minutes were kept, prepared and digitally recorded by the Board Administrator, Abby Lazerow.