

**Ashland Food Cooperative
Board of Directors Meeting
September 12, 2012
APPROVED**

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

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

AGENDA ITEM	DISCUSSION POINTS	ACTION TAKEN	REMINDERS/ FOLLOW UP
Positive Affirmation Ws700003	<ul style="list-style-type: none"> • Sheila Carder led the positive affirmation. 		
Announcements	<ul style="list-style-type: none"> • Richard will attend the NCGA meeting in Boston. • The NCGA Corridor meeting will be held here in Ashland in January 2013. • Phil will attend Provender Conference. • Board Directors were asked to attend the Vendors Fair at the Co-op. 		
Agenda Review	Done	Approved.	
Calendar of Opportunities & Expectations	<ul style="list-style-type: none"> • CBL 101 Training, September 29, Sacramento • Provender Alliance, September 26-28, Hood River • Cultivating NW Coops, Oct 4-5 For more information, go to www.cultivatingnwcoops2012.com <p style="text-align: center;">-</p>		Interested Directors should submit applications to the BDC.
Consent Agenda	<ul style="list-style-type: none"> • Consent Agenda: • Board Meeting Minutes, August 2012 • GM Report to the Board, August • Outreach Report, August 2012 • Financial Report, August 2012 • Executive Committee Minutes, August 28, 2012 • Executive Committee Proposal for 5 Additional Strategic Priorities • Proposal to Recommend the Appointment of Deborah Theos as Outreach Committee Volunteer 	The board approved all Consent Agenda documents.	
Consent Agenda Discussion	<ul style="list-style-type: none"> • The Board had a discussion about items on the consent agenda. Directors were reminded to contact the person sponsoring the item in advance of the Board meeting if they 	Agreed to add 10 minutes to Consent Agenda	Directors are reminded to do their homework

	<ul style="list-style-type: none"> had questions or concerns. It was suggested adding ten minutes to the consent agenda to allow Directors to ask questions if needed. 	discussion for future meetings.	for consent agenda items.
GMO Update	<ul style="list-style-type: none"> Mary Shaw reported the GMO-Free Jackson County campaign has 2500 signatures, which is more than halfway to the required number to be on a ballot. The campaign's current objective is to have County Commissioners endorse a special election for 2013. Co-op owners and patrons are encouraged to sign the petition and write or call the Commissioners. Syngenta has just submitted a 100 page brief to County Commissioners. October is non-GMO project month and the Co-op will be co-sponsoring an event. Jeff Smith, the foremost authority on GMOs, will speak in Medford on October 11 at Medford Central High School. It would be very meaningful for the campaign if Board formally voted to endorse the initiative for GMO-Free Jackson County. 	The Board agreed to consider whether or not to endorse the GMO-Free Jackson County initiative through a vote by mail process.	Abby will draft a proposal to endorse the GMO-Free Jackson County initiative and the Board will vote by mail.
History of Cooperatives, Chapter 3	<ul style="list-style-type: none"> Annie Hoy led the discussion of Chapter 3, which examined the natural tension in consumer coops between employees and management, between democratic worker participation and business efficiency. This tension is an issue for consumer coops throughout the world. Organizations large enough for complexity require some kind of hierarchy to run things effectively. The Co-op is a user co-op. In 1980, AFC had a collective management team with co-working members and paid collective members. As employees were hired, the Co-op became more efficient, allowing for lowered prices and business growth. The democratic process is possible on a team level to solve problems without management but it is more difficult to reach agreement with larger groups. There are no worker-owned coops in Southern Oregon. Credit unions are consumer coops As a sector of the economy, co-ops need to develop a clearer idea about who we are and what we do. 		Chapter 4 will be discussed at the October Board meeting.
Committee Charters and Manuals	<ul style="list-style-type: none"> Manuals and charters are roadmaps for the functioning of committees. The Executive Committee reviewed its charter and manual and will not make any changes. The committee also 		

	<p>developed 5 activities for focus for the coming year.</p> <ul style="list-style-type: none"> • The Outreach Committee compared its manual and charter. The manual will change to list the Culinary Director as part of the committee. • The Finance Committee made no changes. • The Grants Committee will be changing its charter. • The BDC charter is focused on the elections process; more needs to be developed to include annual self-evaluations of the Board, committees and Board officers. • There is no manual for the Sustainability liaison. It was agreed it is valuable to write a report and make a presentation to the Board. 		
Owner Forum	<ul style="list-style-type: none"> • There were no owners present. 		
BREAK	<ul style="list-style-type: none"> • A ten-minute break was taken. 		
GM Report	<ul style="list-style-type: none"> • Richard Katz presented the GM Report. • Average daily sales in August were 3% higher than August 2011. May, June and July have become our highest sales months. • The elections result to decide if UFCW Local 555 will represent Co-op employees has been certified by the National Labor Relations Board. The union vote failed. Now the Co-op can work to move forward together to make workplace and policy improvements, and build trust. • Improvements have been made at the Culinary Kiosk and cheese cooler. • Eleven employees will attend the September Provender conference in Hood River. 		
Planning for Strategic Priorities Meeting in Fall	<ul style="list-style-type: none"> • One Director suggested holding a 2-day partnership and team-building planning retreat. The agenda for the retreat could include developing a history of where the Co-op has been, creating a visual picture of major phases and events in the past and imagining the future to create a strategic vision image. This retreat could be followed with a detailed planning meeting to discuss tasks, challenges and resources. This process could also potentially be used in collaboration with the management team. • Years have been spent creating and building the vision and mission of the Co-op; much foundation work has already been done. 		

	<ul style="list-style-type: none"> • A proposal will be made about how the strategic planning meeting will look this fall. 		
Board Accountability	<ul style="list-style-type: none"> • The discussion was postponed until the October meeting. 		
Search Committee Report Update	<ul style="list-style-type: none"> • The discussion was postponed until the October Meeting. 		
Holiday Meeting and Party	<ul style="list-style-type: none"> • Joanie will send an email to the Board to discuss arrangements for the Holiday Party. 		
Meeting Evaluation	<ul style="list-style-type: none"> • The meeting went smoothly. • It was appreciated to have time to discuss some items at greater length. • It is important to be aware of time in order to allow the presentation of all items on the agenda. 		

The meeting was adjourned at 9:10p.m.

Board Actions:

The following Consent Agenda Items were approved:

- Board Meeting Minutes, August 2012
- GM Report to the Board, August 2012
- Outreach Report, August 2012
- Finance Committee Minutes, August 2012
- Executive Committee Minutes, 8-28-12
- Exec. Committee Proposal for 5 Additional Strategic Priorities
- Proposal to Recommend the Appointment of Deborah Theos as Outreach Committee Volunteer

The next regularly scheduled Board meeting will be on Wednesday, October 10, 2010 at 6:00 p.m. with Ken Crocker facilitating.
The GM report and Committee reports are available on request.

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

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

A closed work session followed the meeting.