

Ashland Food Cooperative
237 North First Street
Ashland, OR 97520
APPROVED

Board of Directors Meeting

April 8, 2009

Present: Board Directors: Gwyneth Bowman, Peter Hoyt, Guy Nutter, Ric Sayre, Elizabeth Robinson, Danielle Amarotico **Absent:** Serena St Clair (Serena participated by speakerphone for parts of the meeting) **Others:** Richard Katz; General Manager; Leslie van Gelder, Board Assistant; Matthew Hartman, Facilitator **Guests:** Joseph Tokarz, Owner and Staff Member.

The meeting started at 6:00 pm.

<p>1. Announcements: Peter Hoyt announced that the Outreach Committee will have a booth on April 25th for Earth Day and invited board members to help. The online customer satisfaction survey results have been compiled. The team who worked on the survey for the National Cooperative Grocer's Association (NCGA) commented that AFC had the highest degree of customer satisfaction and participation of any of the co-ops surveyed.</p>
<p>2. Owner Forum: N/A</p>
<p>3. Agenda Review: Done</p>
<p>4. Consent Agenda: The Board approved the following items:</p> <ul style="list-style-type: none">• Accepted March Board Minutes• Reviewed Committee Reports: Management Relations, Social Responsibility• Approved a revision of the <i>Nomination and Election of Officers Policy</i>• Approved a revision of the <i>Board Food and Discount Policy</i>• Approved a revision of the <i>Community Grants Committee Charter</i>
<p>5. GM Report: Richard answered questions from the Board on his March report. He reported that the new Health and Beauty Aids (HABA) pricing is currently going into effect. There are 870 items that will have lowered prices. The AFC newsletter will announce the new pricing. The Board complimented Richard on the new display cases in the Co-op.</p>
<p>6. Finance Committee: On April 6th, the Finance Committee discussed several issues which they asked the Board to review and make decisions on:</p> <ul style="list-style-type: none">• Patronage Refund: The Board of Directors declared a Patronage Refund for 2008 of \$392,924 with a distribution of 50% to be paid to the owners.• Profit Sharing: The Board approved a payout of a profit-sharing bonus of 0.5 % of sales, totaling \$109,137 for 2008.• Weaver Street Market: The Board discussed a request from Weaver Street Market to purchase a \$25,000 2-year CD at 3.5% interest to secure a loan to be made to their co-op. The Board decided to continue the discussion of this item next month. Several board members thought that a lending plan or guideline would be helpful in the future in making decisions about loans to other co-ops in. Gwyneth, Danielle, and Ric volunteered to bring a draft of a plan or guideline to the next meeting.
<p>8. Quarterly Review of Strategic Plan: Richard presented the quarterly update on the 2009 strategic plan and expressed his satisfaction with the process.</p>
<p>9. Policy for Board Notification of Situational and Regulatory Reports: The Board decided that instead of a policy, an addition to the General Manager's job description would be sufficient. The wording to be added to Section H: The Board under #2 is "Keep the Board informed of all pertinent matters related to AFC, such as impending legal actions and documented serious violations of regulatory agencies." Leslie will add the addition and send the revised job description to the Board.</p>
<p>10. Meeting Review: Done</p>

The meeting ended at 7:50 pm. Following the regularly scheduled meeting, the Board went into Executive Session.

Board Actions:

- Accepted March Board Minutes
- Reviewed Committee Reports: Management Relations, Social Responsibility
- Approved a revision of the ***Nomination and Election of Officers Policy***
- Approved a revision of the ***Board Food and Discount Policy***
- Accepted March Board Minutes
- Reviewed Committee Reports: Management Relations, Social Responsibility
- Approved a revision of the ***Nomination and Election of Officers Policy***
- Approved a revision of the ***Board Food and Discount Policy***
- Declared a Patronage Refund for 2008 of \$392,924 with a distribution of 50% to be paid to the owners.
- **Approved a payout of a profit-sharing bonus of 0.5 % of sales, totaling \$109,137 for 2008.**

[The GM report and Committee reports are available on request.](#)

The minutes were approved by the Board of Directors at their May 13th meeting.