

# Board of Directors Meeting

**April 12, 2006**

## **APPROVED**

Ashland Food Cooperative  
237 North First Street  
Ashland, OR 97520

Board members present: Erik Wallbank, Herb Heiman, Glenn Hill, Richard "Ric" Sayre, Gwyneth Bowman and Serena St. Clair. Absent: Joe Golton Other staff present: Richard Katz, General Manager; Annie Hoy, Outreach/Owner Services Manager; Kevin Bendaw, Staff Council Liaison; Leslie van Gelder, Board Assistant. Guests: Lori Hopkinson, Velda Welch, and Hayley Mete from the Medford Market; Huelz.

The meeting was called to order at 5:30 p.m. by facilitator, Erik Wallbank.

1. Announcements: The May meeting will be facilitated by Herb Heiman, Vice President.
2. Check In: Done.
3. Agenda Review: The agenda was reviewed, amended and accepted.
4. Owner Forum: No owners were present at the meeting.
5. Staff Council: Kevin Bendaw reported that the Staff Council is working on a Staff Council Manual. The rough outline is in process, and it is hoped that it will be ready for staff review by June.
6. Medford Market Presentation: Lori Hopkinson of the Medford Market showed the Board a Powerpoint presentation developed to show the progress made to date by the group working on opening a cooperative in Medford.
7. Outreach Committee: Herb Heiman answered questions regarding the Outreach Committee report on the planning for the Annual Meeting & Owners Celebration, which had been emailed to the Board earlier. Annie Hoy and Herb Heiman of the Outreach Committee have agreed to serve as the contacts between the Medford Market and the Co-op Board of Directors.

The Outreach Committee moved to adopt the Owner Appreciation Day proposal crafted by AFC staff, board and members which was outlined in the General Manager's report for April. The Board unanimously agreed to adopt the proposal as follows:

The four Owner Appreciation Days (OADs) will be replaced with three opportunities to use a 10% discount coupon. The three 10% discount coupons will replace three of the current \$5 off

coupons in alternating newsletters. There will also be an annual Co-op "birthday" celebration during National Co-op month in October to make up for the loss of the festive aspect of OADs.

The basic plan will be as follows:

- January/February, May/June, September/October - One \$5 off coupon and one 10% discount coupon inserted in newsletter
- March/April, July/August, November/December - Two \$5 off coupons inserted in newsletter
- This will begin with the May/June 2006 issue
- Annual Co-op "birthday" will be celebrated during National Co-op month in October
- This modification will result in three fewer \$5 coupons and one less 10% discount day to offset the fact that more owners will be taking advantage of the 10% opportunities.
- This system will be reviewed at the end of the year.

The Board discussed letting staff, board, and other owners who already receive a discount turn in their 10% off coupons for a \$5 off coupon.

8. Update on Board Candidates: There are six candidates for the three positions: the incumbents (Herb Heiman, Joe Golton, and Serena St. Clair) and three member candidates (Ruben Davalo, Danielle Amaratico, and David Allen).

9. Consumer Cooperative Management Association (CCMA) Conference: The conference will be held June 7–10 in Atlanta, Georgia this year. Ric Sayre and Erik Wallbank expressed interest in attending.

10. Staff Council/Staff Board Representative Overlap: The Board discussed the job descriptions of the Staff Board Director position and the

Staff Council position. The Board Development Committee agreed to research and to speak with Sharon Carrigan, the HR Director, and come back to the Board in May with feedback and suggestions.

11. Social Responsibility Committee: Gwyneth Bowman, Herb Heiman, and Joe Golton worked on a draft charter for the committee which was shared with the Board. Gwyneth Bowman has agreed to chair the committee. The Board discussed the make up of the committee and the number of times it might meet a year. The Board unanimously agreed to approve forming the Social Responsibility Committee with the addition of an educational component. The charter of the committee will be added to the minutes and to the Board manual.

12. Officer Evaluation Meeting: The AFC Board officers met to review the results of their evaluations and shared their conclusions with the Board. The officers would like this evaluation done annually and have it added to the Board calendar.

13. Board Evaluation Report: The Board Development Committee presented the recommendations developed as a result of the Board evaluation. The recommendations were

extensive, and the Board decided to send feedback to the committee via email to Serena St. Clair. The Board agreed that Board meetings should be held to three hours unless all members agree to extend the meeting.

14. Mission/Vision Statement: Serena St. Clair presented the draft mission/vision statement developed by herself, Herb Heiman, and Gwyneth Bowman. The Board will use this as a basis for a second draft to be presented at the May meeting. The Board agreed that the stakeholders need to be involved in the process.

15. General Manager Report: Richard Katz presented the Board with a report on forming a nonprofit to promote awareness about food, nutrition, health and related activities.

16. Minutes Review: The March 2006 minutes were reviewed, amended, and accepted.

The regular meeting was adjourned at 8:45 p.m. and was followed by an Executive Session. The next regularly scheduled Board meeting will be on Wednesday, May 10, 2006 at 5:30 p.m. with Herb Heiman facilitating.

The GM report and Committee reports are available on request.

#### BOARD ACTIONS:

1. Owner Appreciation Days will be replaced by the following plan:

- January/February, May/June, September/October - One \$5 off coupon and one 10% discount coupon inserted in newsletter
- March/April, July/August, November/December - Two \$5 off coupons inserted in newsletter
- This will begin with the May/June 2006 issue
- Annual Co-op "birthday" will be celebrated during National Co-op month in October
- This modification will result in three fewer \$5 coupons and one less 10% discount day to offset the fact that more owners will be taking advantage of the 10% opportunities.
- This system will be reviewed at the end of the year.

2. The Board unanimously agreed to approve forming the Social Responsibility Committee.

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

Minutes were kept and prepared by Board Assistant Leslie van Gelder and approved by Glenn Hill, Board Secretary.