

Ashland Food Cooperative
237 North First Street
Ashland, OR 97520

Board of Directors Meeting
January 13, 2010
APPROVED

Board members present: Guy Nutter, Peter Hoyt, Ric Sayre, Gwyneth Bowman, Glenn Hill, Joanie Kintscher, and Elizabeth Robinson. **Staff present:** Richard Katz, General Manager; Leslie van Gelder, Board Assistant; Matthew Hartman, Facilitator **Others:** Joseph Tokarz, HABA Staff member and owner; Pam Lucas, Owner and Finance Committee member.

The meeting was called to order at 6:00 by the facilitator.

1.	Announcements: Gwyneth read a letter of resignation from Leslie van Gelder, Board Administrator. Leslie will stay on to help hire and train her replacement. Richard said that he expects the Medford Co-op to announce at their annual meeting that they have a pending lease on property for a store. Richard also said that the Pioneer Street building will be available April 1 st , instead of March 1 st as originally planned.
2.	Owner Forum: Josef Tokarz addressed his concerns to the Board regarding the new co-pays for emergency room visits in the employee health insurance policy.
3.	Agenda Review: Done
4.	Board Member Opportunities: The next dinner with the Directors will be on Wednesday, February 17th. Board members Joanie Kintscher and Elizabeth Robinson will attend the dinner. The Outreach Committee will consider an offer to have a Management Team member attend the dinners in the future. Peter Hoyt announced that the first owner forum will be held Wednesday, January 20 th at 6 pm. The topic will be GMO foods and GMO seeds. Annie Hoy would like as many Board members to attend as possible.
5.	Training Opportunities: <ul style="list-style-type: none"> o March 27 -- NCGA Effective Co-op Leadership Training in Portland: All board members plan to attend. Richard will reserve a 10-passenger van to drive up in. Board members need to register for the conference online and decide which track they will attend. Richard will take care of room reservations.
6.	Consent Agenda: The Board approved the following items on the consent agenda: <ul style="list-style-type: none"> o November/December Board Meeting minutes o Committee Reports: Outreach (12/09), Board Development (11/09) o Finance Committee Charter Revision o Revised Discount List
7.	GM Report: Richard previously sent his monthly report out to the Board by email, and there were no questions for him regarding it.
8.	GM Evaluation: Tool and Procedure: The survey has been sent to the managers and is due by January 15th. The next steps are for our consultant, Cheryl Good, to compile the manager's evaluations and for Richard will do his self-evaluation. Cheryl will then send the compilation of those evaluations to the Board by February 5th. Besides reviewing the compiled evaluations, other information the Board will need to be able to complete their part of the process can be found in the GM Job Description and in the 2009 strategic

	<p>priorities, which have been provided to the Board previously. The due date for the Board to complete their part of the evaluation is Feb 15th. Gwyneth suggested that board members print out the evaluation form and fill it out before starting on the Survey Monkey form, since once it is begun it cannot be saved and completed later. Gwyneth asked that the Board make notes about their experience with the process to be used in the evaluation of the tool at a later time.</p>
9.	<p>Final 2010 Budget: Guy reported that the Finance Committee reviewed the final budget and is hoping it will not be necessary to do a budget revision this year. Richard pointed out that the Co-op slightly exceeded the projected sales growth for 2009. For the 2010 budget the Management Team and Finance Committee looked at each department separately and projected sales for each quarter. Richard said he expects we will need to spend more on repairs and maintenance, upgrading interior spaces, tools, etc for deferred maintenance items for the building in the coming years. The capital budget includes a \$100,000 “placeholder” for the Pioneer Street renovations, since we don’t really know what will be needed at this point. The renovation will include many green attributes in the heating system, skylights, and new kitchen. Richard will present a preliminary plan for Pioneer Street at the next mtg. The 2010 budget was approved by the Board unanimously.</p>
10.	<p>Strategic Priorities: The Board discussed the revised strategic priorities as presented by the Management Team and approved them.</p>
11.	<p>Discussion of December Minutes: The Board agreed on implementing the items Gwyneth starred in the December minutes:</p> <ul style="list-style-type: none"> o Richard will answer board members’ questions about his job at the February Board meeting. o The monthly Board meeting agenda will include “Training Opportunities” and the “Calendar of Expectations”. <p>The Board made a revision to the wording on the Calendar of Expectations to item #4 to read “Attend 2 -3 days/yr of training.”</p> <p>Guy reported that the Board Budget has been changed so that all conferences and training are included in one line item.</p> <p>The Board Development Committee will review the list of training and retreat opportunities and come up with a rough draft which will be emailed to the Board for their input by the March meeting.</p> <p>Gwyneth expressed her feeling that notice of standing committee meeting dates should be given to the Board. It was suggested that Committee Chairs could get their meeting dates to the Board Administrator to add to the “Highlights for Next Month” section on the agenda or they could email their meeting dates to Board members.</p> <p>Richard will ask the Co-op lawyer about some apparent discrepancies in the By-laws about whether committee meetings need to be open to the public or not.</p>
12.	<p>Meeting Evaluation: Done</p>

The meeting was adjourned at 7:52 pm.

Board Actions:

- **The following Consent Agenda Items were approved:**
 - o November/December Board Meeting minutes
 - o Committee Reports: Outreach (12/09), Board Development (11/09)
 - o Finance Committee Charter Revision
 - o Revised Discount List
- **Approved the 2010 Operating Budget**
- **Approved the revised strategic priorities**
- **Agreed to include “Training Opportunities” and “Calendar of Expectations” to the**

monthly agenda

- **Revised the Calendar of Expectations to read “Attend 2-3 days/yr of training.**

The next regularly scheduled Board meeting will be on Wednesday, February 10th at 6:00 p.m. with Matthew Hartman facilitating.

The January minutes were approved by the Board on February 10, 2010.