

Board of Directors Meeting

January 12, 2005

APPROVED

Ashland Food Cooperative
237 North First Street
Ashland, OR 97520

Board members present: Erik Wallbank, Joe Golton, Herb Heiman, Glenn J. Hill, Richard "Ric" Sayre, Gwyneth Bowman and Serena St. Clair. The meeting was called to order at 6:30 p.m. by facilitator, Erik Wallbank. Others present: Richard Katz, General Manager; Anouschka Andresen, Staff Council Liaison, and Annie Hoy, Outreach/Owner Services Manager.

1. Announcements: Tuesday, February 8th will be Owner Appreciation Day. Board Members are encouraged to help. Annie Hoy passed out flyers for the Community Oven cooking classes, and invited Board Members to sign up for half price. Annie will be attending the Co-op Brand Advisory Group meeting in Minneapolis March 11 & 12. Richard announced that Michael Cooke resigned as Deli Manager. Ric Sayre will be writing an article on sustainability for the March/April newsletter (the deadline is January 28).

2. Check In: Done.

3. Agenda Review: The agenda was reviewed, amended and accepted.

4. Staff Council: Anouschka Andresen reported that the holiday party was a success and that it may be held at ScienceWorks again in 2005. Staff Council will be holding an election soon, and members are working on a job description.

5. General Manager Evaluation: The forms used in 2004 for the GM evaluation were handed out and Board members were asked to fill out their portion and e-mail them to, or get them into Glenn's folder at the Coop by January 26th. The Management Relations committee will condense and compile the results for the February 16th BOD executive session. Herb Heiman and Erik Wallbank will compile the management portion, Glenn will work on the Board portion, and Serena will compile staff responses. The results will be e-mailed to the Board by the Monday before the February meeting.

An executive session will be held after the meeting for the Board to discuss the evaluation results.

6. Approve 2005 Budget: The Finance Committee recommended that the Board approve the 2005 budget as presented. After a discussion and questions, Gwyneth Bowman made a motion to accept the 2005 budget and Glenn Hill seconded the motion which was approved unanimously.

7. 2005 Goals: The Board continued the process of refining organizational goals for 2005. At this meeting, the Board worked on the wording of the following goals:

- The General Manager will present to the Board a cost/benefit analysis on obtaining organic certification by the October Board meeting.
- The General Manager will present to the Board a feasibility study on opening a second store in the Rogue Valley by the March Board meeting.
- A review of owner and senior benefits and recommendations will be distributed to the Board by the March Board meeting.

At this point, the GM and the Board began a discussion about how the annual organizational goals fit into the GM evaluation process. The Board decided to ask the assistance of the new Human Resources Manager in drafting a more comprehensive GM evaluation process. A further discussion of the remaining 2005 goals was tabled until the February meeting.

8. Outreach Committee: Herb Heiman reported that Annie Hoy and Peter Hoyt joined him in touring the Emigrant Lake facilities which will be used for the Annual Co-op Meeting on June 25th. The Outreach Committee will be responsible for food, entertainment, and event publicity. The Board Development Committee agreed to provide signage, chairs, tables and other equipment needed to hold the business meeting.

Herb Heiman moved, and Gwyneth Bowman seconded the motion to adopt the revision of the Ashland Food Cooperative By-Laws which was passed by the members by 259 yes votes to 10 no votes. Article IV Board of Directors of the By-Laws will now read:

Section 4.3 — Nominations, election and terms. Patron directors may be nominated by the Board, by a nominating committee appointed by the board, or by petition signed by at least fifty owners and submitted to the Co-op at least forty-five days before commencement of election of directors. Patron directors shall be elected by owners at the annual meeting or at a meeting in lieu thereof. The staff director shall be nominated and elected by the staff who are owners.

9. Benefits Focus Group: Annie Hoy, Outreach and Owner Services Manager, facilitated the Board through a group process to focus on senior/disabled discounts. The process included a go-around to ascertain what the participants think about senior/disabled discounts. During the second part of the process an idea list of options on what to do with the discounts was compiled. The third part of the process was to list positives and negatives of the Owner/Member benefits (coupons, Owner Appreciation Day, and the patronage refund). The participants were then given 10 dots to put next to the ideas they felt most strongly about which were generated during the first three parts of the process. Finally, Annie conducted an evaluation of the process. Annie will compile and distribute the results of the focus group to the Board.

10. Minutes Review: The November 2004 meeting minutes were reviewed, amended and approved by the Board.

The meeting was adjourned at 10:15 p.m. The next regularly scheduled Board meeting will be on Wednesday, February 16, 2005 at 6:30 p.m. with Erik Wallbank facilitating.

BOARD ACTIONS:

- The Board voted to approve the 2005 budget.
- The Board adopted a revision of the Ashland Food Cooperative By-Laws which was passed by the owner/members by 259 yes votes to 10 no votes. Article IV Board of Directors of the By-Laws will now read:

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The GM report and Committee reports are available on request.

Minutes were amended and approved by the Board on February 16, 2005.