

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

**Board of Directors Meeting
June 10, 2009
APPROVED**

Board Members present: Gwyneth Bowman, Guy Nutter, Ric Sayre, Elizabeth Robinson, Danielle Amarotico, Serena St Clair, Peter Hoyt **Others present:** Richard Katz, General Manager; Leslie van Gelder, Board Assistant; Matthew Hartman, Facilitator.

The meeting was started at 6:00 pm by the facilitator.

1. **Announcements:** Gwyneth requested that all Board members attend the annual meeting and picnic on June 28th.
2. **Owner Forum:** Joseph Tovar, staff member and owner, attended the meeting but did not want to address the board.
3. **Agenda Review:** Done
4. **Consent Agenda:** The Board approved the following items:
 - Accepted the May Board Minutes
 - Reviewed reports from the Management Relations and Outreach committees
 - Approved the Lending Guideline policy
5. **Social Responsibility Committee:** Serena gave a “closing report” of the state of the Social Responsibility Committee, as this was her last meeting as a Board member. She feels that, since the first planning meetings of the Committee, the Co-op has come full circle in terms of sustainability. Serena asked the Board how they plan to continue the work of the Committee and suggested that it could be possible to disband or make the Committee less active, since the Co-op staff has taken on a lot of the sustainability issues the Committee was addressing. The board discussed having the Social Responsibility Committee serve as an oversight committee to the Co-op’s Sustainability Committee. The discussion will be continued in August.
6. **GM Report:** Richard answered questions from the Board regarding his May report which was emailed previous to the meeting.
7. **401(k) Plan:** Richard explained suggested improvements to the existing plan, which have been made to the plan trustees. These changes will reduce administrative costs and liability issues connected with the plan currently. A plan administrator will be hired to oversee the plan. The Board expressed their approval of the process being used and the improvements to be made and thanked Richard for his report.

8. Board Self-Evaluations: Danielle reviewed the goals the Board set for itself last year and commended the Board for the goals which have already been met – keeping everyone in the email loop, providing Board members with financial training, learning to work with a meeting facilitator. The Board discussed the suggested dates to complete the unfinished goals and made the following decisions:

- a. Workshop/conference on conflict/consensual decision-making. (February) Board Development will be responsible for organizing it. Matthew suggested that the material should be covered as two separate issues.
- b. Review of board policies & procedures. (Aug --Board Development will review policies and suggest revisions; September – the Board will review policies and approve revisions)
- c. Review the strategic plan one goal at a time as time allows at monthly meetings. Management Relations could be responsible for adding visioning on the agenda or reviewing the process and organizing a special visioning meeting with the Board of Directors, the Management Team and the Facilitator. (Early October)
- d. A social event or two to be facilitated by Board Development Committee. (Suggestions included a winter holiday party – Dec '09; a harvest festival - Fall '09; and an additional event in Spring '10)
- e. A “biographical” @ holiday dinner. (December 09)
- f. Discussion of succession plan (September 09)

9. Meeting Review: Done

The meeting was adjourned at 8:15 pm.

The next regularly scheduled Board meeting will be on Wednesday, August 12 at 6:00 p.m. with Matthew Hartman facilitating.

The GM report and Committee reports are available on request.

These minutes were approved by the Board at their August 12, 2009 meeting.