

Ashland Food Cooperative
237 North First Street
Ashland, OR 97520
APPROVED
Board of Directors Meeting

May 8, 2008

Board members present: Danielle Amaratoco, Ric Sayre, Gwyneth Bowman, Guy Nutter, Serena St Clair **Absent:** Erik Wallbank, Peter Hoyt. **Staff present:** Richard Katz, General Manager; Leslie van Gelder, Board Assistant.

The meeting was called to order at 6:00 pm by Gwyneth Bowman, who served as meeting facilitator. The board met in Executive Session from 6:05 to 7:15 pm.

- 1. Announcements:** Gwyneth shared an article from the Medford Mail Tribune on Maria Katsantonos and a low-impact cooking class she will be teaching for the Community Kitchen. Leslie will not be at the July meeting. Danielle offered to attend the meeting and keep notes for the Board.
- 2. Agenda Review:** The agenda was reviewed and amended.
- 3. Owner Forum:** There were no owners present.
- 4. General Manager's Report:** Richard answered questions about his report, which had been sent out by email earlier in the week. Since the A Street construction has been completed, sales have bounced back. Serena asked if Richard would give a report in the future on the increasing price of food and his view of future pricing trends.
- 5. Review of 2007 Audited Financial Statements and 1st Qtr 2008 Financial Statements:** Guy reported that the auditor gave the Co-op a glowing report, complimenting Richard and Christina for their management and the Finance Committee and the Board for their excellent oversight. Sales were slower in the first quarter.
- 6. Decision on Profit-Sharing:** The Finance Committee recommended that the Board approve a payout of the profit-sharing bonus of 0.5 % of sales, totaling \$103,732 for 2007. The Board agreed unanimously.
- 7. Decision on Patronage Refund Distribution:** The Board of Directors declared a Patronage Refund for 2007 of \$432,441 with a distribution of 60% to be paid to the owners.
- 8. Update on Annual Meeting:** Gwyneth reviewed the Annual Picnic and Meeting schedule which she had previously sent by email. She asked that Board members come to the event early to greet members as they arrive.
- 9. Update on Board Election Process:** Gwyneth passed out the articles about the board candidates and the election which will be in the June newsletter. She also reviewed the ballot counting process with the Board.

- 10. Review Strategic Plan:** Richard went over the updated strategic plan for 2008, which had been sent out by email earlier in the month and answered questions posed by board members.
- 11. Community Grant Update:** Danielle reported that this year \$58,000 was available for grants and 39 organizations applied. Final awards totaled \$35,239 given to 36 organizations. Money was not awarded for salaries, construction projects, or transportation costs. Danielle will send the list of grantees out to the board. The award banquet will be held on May 22nd and all board members are invited.
- 12. Board Officer Elections:** Leslie will send out applications for running for board officers to the current board members. The new board members will be able to fill out applications after the elections.
- 13. Dinner with the Directors on May 15:** Gwyneth and Guy will be the board representatives at the dinner.
- 14. Board Communications:** Serena suggested developing a policy on email usage. Gwyneth questioned discussing board business by email. Guy proposed that the board schedule a training session on board communications. It was decided to continue this discussion at the July meeting.
- 15. Social Responsibility:** Serena reported that Maria Katsantones did a great job on the social responsibility report. It was done in such a timely fashion that it will be able to be included in the 2007 annual report. Now the Committee will start looking at an education plan for the store. Gwyneth pointed out that not only plastic water bottles have BPA in them, but also the tops of canning lids and the inside of some canned tomato products. She would like the SR committee to examine this issue.
- 16. Board Self-Evaluation:** The board decided to postpone the self-evaluations. Gwyneth proposed that we change the format for this year and that we look at a different process where we explore what worked, what didn't work, and what we want to change in the coming year.
- 17. Update on Meeting Facilitation:** The newsletter had only been out for a week as of the meeting, and no letters of interest from members had been received, yet. The board will review responses to the ad for a facilitator at the July meeting.
- 18. Thank you to Staff:** It was noted that Erik did not send a letter to the staff congratulating them on the conversion to the POS, as had been decided at the April meeting. Gwyneth will send the letter.
- 19. Review April Minutes:** The minutes were reviewed, corrected, and accepted.
- 20. Meeting Evaluation:** Done

The meeting was adjourned at 9:12.

The GM report and Committee reports are available on request.

BOARD ACTIONS:

- Approved a payout of the profit-sharing bonus of 0.5 % of sales, totaling \$103,732 for 2007.
- Declared a patronage refund for 2007 of \$432,441 with a distribution of 60% to be paid to the owners.

The minutes were approved by the Board at the July 11th meeting.