

**Ashland Food Cooperative
Board of Directors Meeting
May 12, 2010
APPROVED**

Board members present: Guy Nutter, Peter Hoyt, Gwyneth Bowman, Glenn Hill, Joanie Kintscher, and Elizabeth Robinson. **Board members absent:** Ric Sayre. **Employees present:** Richard Katz, General Manager; Jenica Faye, Board Administrator. **Others:** Ellen Craine, Facilitator. **Owners:** None.

The Meeting was called to order at 6:00pm by Ellen Craine.

Agenda Item	Discussion Points	Action Taken	Reminders/ Follow-up
Announcements	<ul style="list-style-type: none"> • Gwyneth showed the new banners for the annual meeting and front of the store • The proposal from the Management Relations Committee to hire Ellen Craine as Board Facilitator was read aloud. The board unanimously welcomed Ellen. • Dinner with the Directors is next week. Glenn plans to attend the next one. • The Grants Awards Dinner will be at Wesley Hall (at the Methodist Church) on May 27th, 6-7:30 pm. • Grants Committee awards given – totaling \$24,600 	The board officially accepted Ellen Craine as Board Facilitator.	Dinner with the Directors is next week Grants Awards Dinner – Wesley Hall, May 27 th , 6-7:30 pm.
Agenda Review	Done		
Executive Session	The Meeting went into executive session from 6:11-6:36 pm		
Calendar of Opportunities & Expectations	<ul style="list-style-type: none"> • Peter said the newsletter article is complete and in. • Dinner with the Directors, 5/19/10, 6:30-8:30 pm • Annual reports/election materials were sent to printer. 		Treasurer's & President's Report will be added to Newsletter Article Doc. By Jenica
Training Opportunities	<ul style="list-style-type: none"> • No guidelines exist for the Management Relations Committee to determine how best to use budget funds. It was concluded it made sense to choose what would be of most benefit for the most board members. • Annie Hoy will be asked to report on CCMA training. 		June Agenda Jenica will contact Annie.

Consent Agenda	<p>The board approved the following consent agenda items:</p> <ul style="list-style-type: none"> • April Board Meeting Minutes • Management Relations Committee Minutes (4/30/10) • Grants Committee Minutes (3/23/10) • Outreach Committee Minutes (5/4/10) 	The board approved all Consent Agenda items.	
Accountant Tallying BOD Votes	<ul style="list-style-type: none"> • The board and GM agreed that a list should be provided to the board with figures for: <ul style="list-style-type: none"> ○ Total ballots received ○ Total ballots verified ○ Total ballots tallied for each candidate ○ Total ballots tallied for “none of these” 	The board unanimously agreed that the administrator will pre-validate ballots and Janet Larmore, CPA, will tally votes and provide a comprehensive count.	Jenica will contact Ms. Larmore to setup hand-off of ballots
GM Report	<ul style="list-style-type: none"> • Staff is discussing changes to the holiday party with the aim that it suits more staff and their families. • Pioneer St. Update – Richard will propose a revision of the capital budget to the board. • The co-op has been requested to do another pass through tax credit, for which Richard will bring the proposal, to the next board meeting 		Richard to bring pass through tax credit proposal to next board meeting.
Overview of Committee Function	<ul style="list-style-type: none"> • Conflicting committee charters and formal procedure for committee function were discussed. • Titles of committee members/volunteers, especially as effecting Outreach, were discussed. • All committees decide how to manage their minutes and document the process in their manual. • Communication, confidentiality and email etiquette were brought up and will be discussed further next meeting. 		<p>Grants/Social Responsibility will present a proposal at the <u>next meeting.</u></p> <p>Outreach will present member classification to <u>the board.</u></p> <p>Jenica and Ellen will provide email etiquette suggestions next meeting.</p>

Proposal to Purchase laptop computers	<ul style="list-style-type: none"> • Board Directors were requested to look at available models to get a better idea of what is available. • A decision was postponed until the June meeting 	The proposal to purchase laptop computers for the Board's use was accepted.	June Agenda Directors will research computers.
Board/Management Financial Authority of Board Committees	It was unanimously agreed that this agenda item be moved to the June agenda.		June Agenda
Debrief NCGA Board Training	The Board agreed it was very worthwhile.		
Wiki Development	The Board was encouraged to let the administrator know if they have an updated version of a document on the wiki or if they would like to see documents in multiple places.		Jenica to remind board of missing wiki documents.
Meeting Evaluation	<ul style="list-style-type: none"> • The Board agreed the agenda was too long. Ellen and Richard were encouraged to provide feedback on agenda drafts. • The facilitator was thanked for a good job for her first meeting. Tighter control by the facilitator was requested as well as more use of the circle format. • The projector was a distraction to some. 		Ellen & Richard will provide feedback on agenda drafts.

The meeting was adjourned at 8:50 pm.

Board Actions:

- **The following Consent Agenda Items were approved:**
 - April Board Meeting minutes
 - Committee Reports: Management Relations Committee Minutes (4/30/10), Grants Committee Minutes (3/23/10), Outreach Committee Minutes (5/4/10)
- **The board officially accepted Ellen Craine as Board Facilitator.**
- **The board unanimously agreed that the board administrator will pre-validate ballots and Janet Larmore, CPA, will tally votes and provide a comprehensive count.**
- **The proposal to purchase laptop computers for the Board's use was accepted.**

The next regularly scheduled Board meeting will be on Wednesday, June 9, 2010 at 6:00 p.m. with Ellen Craine facilitating.

The GM report and Committee reports are available on request.

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

Minutes were kept and prepared by the Board Administrator, Jenica Faye.