

**Ashland Food Cooperative
Board of Directors Meeting
September 8, 2010
APPROVED**

Board members present: Guy Nutter, Peter Hoyt (present until 7:50 pm), Gwyneth Bowman, Glenn Hill (present until 6:50pm), Joanie Kintscher, Ric Sayre, and Elizabeth Robinson **Employees present:** Richard Katz, General Manager; Annie Hoy, Outreach Manager. **Others:** Jenica Faye, Board Administrator; Laurel Miller, Guest Facilitator.

The Meeting was called to order at 6:00pm by Laurel Miller.

AGENDA ITEM	DISCUSSION POINTS	ACTION TAKEN	REMINDERS/ FOLLOW UP
Announcements	<ul style="list-style-type: none"> • Richard announced the new password to the wiki • Jenica will be in California November 1st-5th and will not be able to post the November agenda. Richard agreed to post it once she emails it November 5th. • Jenica announced the Local Foods Treasure Hunt September 18th. 		Richard will post the emailed November Agenda in the store.
Agenda Review	Done	Approved.	
Calendar of Opportunities & Expectations	<ul style="list-style-type: none"> • 9/11/10 Eat Local Week Celebration – The Board is encouraged to attend/participate in the 9/11 event where Owners will be enjoying local fare served by the co-op. Glenn will help setup at 10 am and Elizabeth will help serve food at 11 am. The Board table will be staffed (for selling tickets) by Guy & Gwyneth 11-1 and Ric & Peter 1-3. • 10/20/10 Dinner with the Directors – Gwyneth agreed to attend, Guy tentatively agreed to attend • 10/14/10, 11 am-3 pm Management Team/Board Lunch, it will be similar to last year’s – strategic priorities will be reviewed. Jenica and Ellen are asked to attend. 		Guy (tentatively) and Gwyneth will attend Dinner with the Directors 10/20/10 <hr/> All Directors and Jenica and Ellen attend the Board/ Mgmt Team Lunch 10/14/10. Jenica will take minutes and Ellen will facilitate.
Training Opportunities	<ul style="list-style-type: none"> • 10/6 -10/8 Provender, Hood River. (provender.org) Provender serves to inspire and educate the natural food industry growers, manufacturers and retailers in Pac. NW. This year the major focus is on sustainability; packaging, social responsibility, etc. Annie passed out information and mentioned speaker Raj Patel author of “The Value of Nothing” and ana Sophia joanes, director of “Fresh”. Co-op 		

	<p>employees are driving to Hood River Tuesday 10/5 and Wednesday 10/6 – there is space for Directors. Tuition is \$320; lodging is \$80 for non-river view, \$100 for river view. The focus varies each year. Even if there is not a Board track Directors can be educated about issues facing the natural foods industry.</p> <ul style="list-style-type: none"> Annie reported on the CCMA annual conference she attended in June and presented her experience. CCMA stands for Consumer Cooperative Management Association and is for all food cooperatives, not just the National Cooperative Grocers Association (NCGA). This year there were a lot of brand new food co-ops. A lot of Boards and Managers attend. Policy Governance was a big topic. It is a great way to see how co-ops outside of the NCGA lens are doing things. It will be held on the West coast next year. 		<p>Annie will notify the Board of next year's CCMA as soon as she finds out where it will be on the West Coast.</p>
Consent Agenda	<p>The following Consent Agenda Items were Approved:</p> <ul style="list-style-type: none"> August Board Meeting Minutes 2010 Revised Budget - August 6 2010-2011 Financial BOD Calendar Social Responsibility Committee Manual <p><u>Committee Reports:</u></p> <ul style="list-style-type: none"> Outreach Committee Minutes - August 6 Finance Committee Minutes - April 6 	<p>The board approved all Consent Agenda documents.</p>	
GM Report	<ul style="list-style-type: none"> The Board commented on the positive growth numbers. The trellis work currently being done is \$10,000 and should last approximately 30 years. The Board appreciated that the Management Team proactively takes care of the co-op. The co-op will be out of 195 A St by the end of the month and will be occupying the new Pioneer St. building. Productivity for the co-op is high. Many were hired and sales growth is exceeding the growth of administrative structure. Richard will be arranging the meal for the Management Team/Board lunch. <p>The Medford Food Cooperative:</p> <ul style="list-style-type: none"> Richard was invited to be on the committee, to hire their new GM At Richard's suggestion PJ Hoffman, a store designer, will meet with the Medford co-op to help design the store layout. The Co-op is requesting sponsorship from local businesses and Richard proposed a \$5,000 donation, which would be honored by a prominent plaque on the wall. 	<p>The Board unanimously approved to have Richard offer a \$5,000 donation to the Medford food Co-op based on his discretion,</p>	<p>Richard will order the meal for the Management Team/Board lunch that will take place 10/14/10.</p>

	<ul style="list-style-type: none"> • They are also requesting 10 year loans. 	to show our support.	
Evaluation of Election Process	<p>Gwyneth shared some of the thoughts that the Board Development Committee expressed at their last meeting where the election process was evaluated, including:</p> <ul style="list-style-type: none"> • A sign will be placed on the Ballot Box reminding Owners to place their ballot in an envelope, with extra envelopes available. • Discussion whether it is necessary to hold a mail election, per the by-laws if it is uncontested or there are only incumbents? It was commented that it is important that elections be held. • The possibility of having an online election was discussed. Davis Co-op is doing that currently and Annie will explore how they go about it. The question arose: Would there need to be a special election in March to approve electronic voting prior to the next election? • A Proposal for electronic voting may be brought before the Board for the October meeting after exploration is complete with our Attorney and relevant others. 		Gwyneth, Guy and Richard will speak with the attorney to see if the By-laws allow for having an election (perhaps in-person at the Annual Meeting) without the cost and paper waste of ballots. They will also ask him about electronic voting.
Next Year's Calendar of Events	<ul style="list-style-type: none"> • Jenica presented the 2011 General Events and Board Calendars. She pointed out the new required meeting in August of all newly appointed Committee Chairs (who must meet with their committees after the August Board meeting) as well as the August meeting of BDC (where the year's election process will be evaluated). 		Committee Chairs will meet with Committees and BDC will meet to evaluate election in Aug. 2011.
Board Planning Retreat	<ul style="list-style-type: none"> • The Retreat is planned by the Management Relations Committee. The proposed event will include time for computer training, lunch, and 4 hr training of choice. • Ric and Elizabeth of the BDC will develop a survey to poll the Board on what topics they would be interested in learning and whether the computer training will be helpful. • It was suggested that a study of industry issues, such as sustainability, might be a good way to focus the training. A formal set-up for mentoring new members of the Board was also mentioned. A training that related to taking a more proactive leadership was also mentioned. • There was a request that the proposed computer training segment be shortened and focused more generally. It was agreed that the computer training will be kept more general 		Elizabeth & Ric will create a survey to poll Directors on topics of interest for training.

	and apply to everyone.		
Break	<ul style="list-style-type: none"> The meeting suspended for a break from 7:10-7:18 pm 		
Product Country of Origin included in Product Standards	<p>This topic is in relation to Peter's July/August article which was inspired by several different discussions he had with Owners.</p> <ul style="list-style-type: none"> It was suggested that it is not sustainable to grow food half way around the world and transport it and that better signage might discourage Owners from purchasing products from overseas, since some packaging can be deceptive. Meats, fruits and vegetables require country of origin labeling (COOL) while mixed ingredients do not. Investigation around "what is the fact and fiction about sustainability" in the food supply was proposed as a first step. Particularly since there is a lot of misinformation and no currently known measures or standards. Peter was commended on mentioning that Owners vote with their dollars in his article. Chinese green beans are outselling domestic by 3 or 4:1 even since Peter's article. It was proposed that the Sustainability Committee or Management Team begin the investigation and that the next step should take place in the strategic planning process. Another proposition was a new section in the newsletter, perhaps "Food Facts" that showed that sustainability issues are not simple, and highlights a study on the topic. Organicology was mentioned as a good opportunity for Directors to educate themselves. It will be Feb 10-12, 2011. 		<p>Richard will talk to Annie about "Food Facts" informative column in the co-op newsletter.</p> <p>The Board will discuss the next step in addressing this issue at their next Board meeting during their review of the Strategic Plan/Priorities</p>
Meeting Evaluation	<ul style="list-style-type: none"> The Board thanked the facilitator for her skilled facilitation. Directors appreciated taking the time to have a thorough discussion. 		

The meeting was adjourned at 8:00 pm.

Board Actions:

The following Consent Agenda Items were approved:

- August Board Meeting Minutes
 - 2010 Revised Budget - August 6
 - 2010-2011 Financial BOD Calendar
 - Social Responsibility Committee Manual
- Committee Reports:
- Outreach Committee Minutes - August 6
 - Finance Committee Minutes - April 6

The GM report and Committee reports are available on request.

Minutes were kept and prepared by the Board Administrator, Jenica Faye, and were approved at the October 13, 2010 Board meeting.