



**ASHLAND
FOOD CO+OP**
— BOARD OF DIRECTORS —

Board Meeting Minutes

January 10, 2018

Approved

Present: Gwyneth Bowman, Julie O'Dwyer, Ed Claassen, Jeff Golden, Charlie Douglass. **Others present:** Abby Lazerow, Board Administrator. Emile Amarotico, General Manager, Mel Gedde, Finance Manager. **Attending by Conference Phone:** Aaron Jarvi. **Absent:** Gary Einhorn.

Facilitator: Charlie Douglass Timekeeper: Julie O'Dwyer

The meeting was called to order at 6:01 p.m. by Charlie Douglass.

	ITEM DESCRIPTION	DISCUSSION	ACTION
1.	Positive Affirmation	<ul style="list-style-type: none">Emile Amarotico led the positive affirmation.	
2.	Owners Forum	<ul style="list-style-type: none">Owner Deborah Wilson (8899) requested the Co-op Deli include two plant-based entrees and two plant-based soups each day. She asked for a varied vegan menu and for the Co-op to hire two cooks in the kitchen who also eat a whole foods plant-based diet. She also asked that plexiglass dividers be used to separate vegan food from omnivore and vegetarian food. She said a plant-based diet was healthier, kinder to animals, and reduced methane, climate change and water use. She shared a list of books and foods with the Board.Owner John Yucker (9654) said a vegan life style was a growth trend. He said the Co-op did not carry as wide a variety of vegan foods as other local stores and would like vegan options to increase.Owner Vanessa Nowitsky (9464) was concerned she could not enter the store without having to read signs about meat being on sale. She said a plant-based diet was more humane.The GM and the Deli will follow-up with these owners.	
3.	Announcements and Opportunities	<ul style="list-style-type: none">2018 S. Oregon Business Conference, January 25, Inn at the Commons, Medford.Board/Owner Event, March 7Conversation Project: Democracy from the Inside, Oregon Humanities, March 15, Co-op ClassroomOwners Forum, April 18	

		<ul style="list-style-type: none"> • New Employee Orientation, January 12, 12:15 p.m. • Directors were asked to inform the Board Administrator about their planned absences and vacations. The Board will share a Google calendar. 	
4.	Agenda Review	<ul style="list-style-type: none"> • Done. 	
5.	Consent Agenda:	<p>The following consent agenda items were approved:</p> <ul style="list-style-type: none"> • Board Meeting Minutes, November 8, 2017 • Executive Session Minutes, November 8, 2017 • Board Finance Report, October 2017 • Board Finance Report, November 2017 	The consent agenda documents were approved.
6.	Finance Committee Report; 2018 Co-op Budget and 2018 Board Budget	<ul style="list-style-type: none"> • The Board reviewed the proposed Co-op 2018 operating budget. • The Finance Manager provides the MT with daily reports on sales labor per hour. Managers are budgeting conservatively. • Credit card transaction fees significantly impact the Co-op budget. Shoppers and owners are encouraged to purchase gift cards instead of using credit cards. • The Board approved the 2018 Co-op budget. The budget may be modified depending on Board's decision about the store manager position. • The Board used 94% of its 2017 budget. The Board agreed to project the same budget for 2018 as 2017, take funds left over from 2017 and add it to the 2018 budget. • The Board approved the 2018 Board budget. 	<p>The Board approved the 2018 Co-op budget.</p> <p>The Board approved the 2018 Board budget.</p>
7.	GM Evaluation Update	<ul style="list-style-type: none"> • Evaluations to managers have been sent out. • Board, MT and GM self-evaluations will be done online via Survey Monkey. • GM goals will be evaluated by the Board in Executive Session in February. • The GM evaluation will be discussed during the March Executive Session. 	
8.	Cooperative Cheers: Beer with the Board Event	<ul style="list-style-type: none"> • The Owner Engagement Committee proposed a "Beer with the Board" owner/board event on March 7. The purpose is to have social time with owners and the Board. There will not be a specific discussion topic. • The event will be open to 30 owners, plus staff and Board. The refreshments will have an Irish theme. • The Board unanimously approved the event. 	The Board unanimously approved the "Beer with the Board" event.
9.	MEETING BREAK	<ul style="list-style-type: none"> • A ten-minute break was taken. 	
10.	CCMA Budget and Attendance; 2018 Board Retreat	<ul style="list-style-type: none"> • The Board reviewed the CCMA budget developed by the accounts payable staff. The budget can be further reduced if the Board receives scholarships and/or travel stipends. There may also be tuition reductions if the Board gives a presentation at the event. • The Board is planning a Board retreat a week after CCMA to review the information learned. The Board will decide at a later time if the retreat will 	

		<p>be self-facilitated.</p> <ul style="list-style-type: none"> • The Board discussed ideas for CCMA presentation proposals. Ideas included the strategic planning processes and the successful employee unionization. Ed agreed to write simple objectives and learning outcomes for the strategic planning process. • Julie will send out an email to the Board about the CCMA proposal process. 	
11.	Store Manager Position	<ul style="list-style-type: none"> • Emile asked Board to consider and endorse the Store Manager position. The position would be added to the MT and was essential to prepare for future growth and expansion. • The Board discussed the recommendations from NCG consultant Dave Olsen. The report was thorough and impressive. • The Board unanimously agreed to authorize and support the GM's request to fill the Store Manager position and adopt the labor cap strategy as outlined in his proposal. • The Board President will send Dave Olsen a thank you letter. • The Co-op budget will need revisions to support the position. Charlie will send the new Co-op budget to the Finance Manager and then to the Board. 	The Board unanimously agreed to authorize and support Emile's request to fill the Store Manager position and to adopt the labor cap strategy as outlined in his proposal.
12.	New Board Committee: Committee for External Affairs	<ul style="list-style-type: none"> • Ed proposed the Co-op movement strategic planning initiative move from a strategic initiative to a Board sponsored standing committee, chaired by Secretary of External Relations. One goal of the committee would be to reinvigorate Rogue Co-ops. • Members of the committee include Stephanie Koerella, Annie Hoy, Jeff Golden and Steve Bowman. • Some Board Directors had concerns that there were too many committees and not enough directors to carry out the work. New directors need time to learn during their first year. • The Board voted to approve the new committee. 	
13.	GM Report	<ul style="list-style-type: none"> • The Co-op will participate in a special NCG pilot program to capture post-transaction shopper feedback, to identify the opportunities most likely to impact shopper satisfaction, and to benchmark results against peers and competitors. The program offers impressive tools and immediate feedback. • There has been a small price increase in the Deli to compensate for organic product standards in the hot bar. • December sales were positive, thanks to the hard work of the MT. There will be a productivity bonus for employees. • The MT will be participating in a development program led by Christopher Harding. • Emile met with members of Rogue Co-ops in December. Emile discussed 	

		the Rogue Co-ops sponsoring an effort to launch a housing cooperative. The idea was met with great interest. The group may engage a Medford attorney who has experience with cooperative housing.	
	Actions	<ul style="list-style-type: none"> • The Board approved the Beer with the Board event. • The Board approved the Board budget, keeping the budget the same as 2017. • The Board agreed to apply for scholarships and propose two presentations for CCMA. Julie will put together an email summarizing the CCMA proposal process and some paragraphs describing potential presentations. • The Board will meet the week after CCMA to review what was learned. • The Board approved the 2018 Co-op budget. • The Board unanimously agreed to authorize and support Emile's request to fill the Store Manager position and adopt the labor cap strategy as outlined in his proposal. • The Board Treasurer will update the Co-op budget to reflect the Store Manager position. • The GM and Board President will send a thank you letter to Dave Olsen. • The Board voted to approve the Board committee for External Affairs. 	

The meeting was adjourned at 8:08 p.m. Minutes were prepared by Abby Lazerow, Board Administrator.