



ASHLAND FOOD CO+OP

— BOARD OF DIRECTORS —

Board Meeting Minutes

September 12, 2018

APPROVED

Present:: Gwyneth Bowman, Julie O'Dwyer, Ed Claassen, Dean Williamson, Mira Wonderwheel, Trine Ostergaard. **Others present:** Emile Amarotico, General Manager, Abby Lazerow, Board Administrator, Rebecca Torpie, Interim Marketing Manager and Tracy Kaiser, Marketing Manager.

Absent: Jeff Golden

Facilitator: Gwyneth Bowman Timekeeper: Ed Claassen

	ITEM DESCRIPTION	DISCUSSION	ACTION
1.	Positive Affirmation	<ul style="list-style-type: none">Emile Amarotico led the positive affirmation.	
2.	Announcements and Opportunities	<ul style="list-style-type: none">Wednesday, September 26, "Beer with the Board" owner social event. Non-alcoholic beverages and finger foods will also be served.October 5, First Friday Harvest Festival, 4-7 p.m.October 6, Board Retreat, 9 a.m.-1:30 p.m.	
3.	Agenda Review	<ul style="list-style-type: none">Done.	
4.	Results Action without a Meeting, Vote by Mail	<ul style="list-style-type: none">Results of action without a meeting: On August 27, 2018 the Board of Directors agreed to purchase Co-op branded aprons for the Board to wear during Board/owner social events.	
5.	Consent Agenda:	<ul style="list-style-type: none">The External Relations Committee Manual was removed from the consent agenda; some revisions were needed.The following consent agenda documents were approved:<ul style="list-style-type: none">Board Meeting Minutes, August 8, 2018Executive Session Minutes, August 8, 2018Board Finance Report, July 2018	The Board unanimously approved the consent agenda documents.

6.	Marketing Department: Board and Ownership	<ul style="list-style-type: none"> • Rebecca Torpie, Marketing & Engagement Consultant, discussed how to better serve Co-op owners and shoppers. Customers are critical to the success of the Co-op. Both customers and owners want to make an impact by shopping organic and local and all want a fabulous store experience. • To owners, the Board of Directors should be strategic, communicative, future-thinking, transparent brand ambassadors. Messaging is important so that if major store changes occur, the ownership trusts the Board and knows that the Board takes their input and feedback. Being a Board Director is about building connections, being an active listener and being open to input and comments. • Rebecca suggested the Board be a visible representative of the Co-op brand and use the opportunity when shopping or participating in events in the store to make contact with owners and shoppers. Demystification of the Board will also attract others to serving on the Board in the future. • Board members could share the economic benefits of being an owner, handing out invitations to shop and join with a \$5-off coupon. • Weaver Street Market and Wheatsville Co-op changed their annual meeting to a co-op fair, with sampling, store and sustainability tours, specials and board directors leading projects. This format offers a great opportunity for owners, board and staff to get together. • Rebecca also presented a template to use to communicate and summarize individual Board/Marketing projects. • Underutilized opportunities for the store include owner and shopper education, electronic reward programs, availability of fruits and sea foods, specialty foods, premium products, high nutritional products, more demos, seasonality programs and holiday specific events. 	
7.	Owner Forum Ideas Summary	<ul style="list-style-type: none"> • Emile and Julie reviewed the implementation of owner forum ideas and their ranking with the MT. These included: <ul style="list-style-type: none"> • Increasing the co-op basics inventory (There are currently more than 300 Co-op Basics items) • Owner brochure showing the benefits of ownership • Teaching how Co-op values make us different • Youth outreach • Food accessibility initiative • Delivery (NCG is investigating means of delivery for Co-ops) • Store greeter 	

		<ul style="list-style-type: none"> • Co-op owner local benefits • Department discounts • Big shopper discount • Owner benefits signs • Subscription model • Nutritional consultation <ul style="list-style-type: none"> • The new Marketing team will review this list, considering which ideas are appropriate to carry out. The OEC will also consider these ideas and bring recommendations back to the Board. 	
8.	Harvest Festival and Volunteering for Co-op Events	<ul style="list-style-type: none"> • The OEC worked with the Marketing team to develop a collaborative communication plan. Trine will send out the updated document to the Board. • Marketing shared their calendar with the Board. • Marketing would like to involve Board directors in more events at Co-op, creating a crossover between marketing and governance and offering opportunities for Board interactions with owners and shoppers. • Directors wish to decide where they put their volunteer energies. • The OEC will bring a proposal to the Board about Board collaboration with Marketing Department events at the October meeting. • The Board Administrator created a 2018-2019 calendar and will develop a Board event Google calendar. This calendar will also include director vacations. 	
9.	MEETING BREAK	<ul style="list-style-type: none"> • A five-minute break was taken. 	
10.	Beer with the Board	<ul style="list-style-type: none"> • All directors but one will attend the September 26 Beer with the Board event. 	
11.	Board Retreat	<ul style="list-style-type: none"> • The Board retreat will take place at a director's home. Julie will revise the agenda to reflect the Board goals discussion. The Board will also discuss optimal functionality, workload, governance and communication. • The BDC has been charged to consider options for Board structure, but would like feedback from all Board members. • The Deli will provide coffee, tea and snacks. The Board will pre-order sandwiches from the Deli. Abby will coordinate with the Deli. 	
12.	Board Finance Report	<ul style="list-style-type: none"> • The Board Treasurer reported that the Finance Manager shared the 5-year budget projection tool at their recent Finance Committee meeting. The tool was very powerful and complex. Budgets can be uploaded and the tool will make financial projections with different variables and scenarios. 	The Board voted to authorize forfeiture of unclaimed patronage dividend checks older

		<ul style="list-style-type: none"> • The Treasurer requested the Board vote to authorize forfeiture of patronage refund checks. Forfeited checks are returned to the operating funds. The Finance Department sends out notices to owners before checks are forfeited. • The Board voted to authorize forfeiture of unclaimed patronage dividend checks older than 4 years old. • Julie suggested forfeited checks go into a grants fund in the future. 	than 4 years old.
13.	GM Report	<ul style="list-style-type: none"> • Sales were down 13% late July through August due to the smoke. The Deli was down further than other departments during this time. Lower sales will impact the productivity bonus. • Sales were up last week from last year. • The Co-op is negotiating to purchase a former vendor's gluten-free bread formula and equipment. • Emile and Barry are presenting the Co-op 101 and CXi segments of the New Employee orientation respectively. • Emile will attend the NCG Fall meeting in Minneapolis. • Barry and Emile will attend an NCG workshop in Spokane in November. 	
14.	Board Committees Expenditures and Approval Process	<ul style="list-style-type: none"> • The Executive Committee has asked if the Financial Manager can report detailed budgets to actual expenditures. • Board committee members need to make decisions together about how to spend committee funds. • At a future meeting, the Board will discuss and make agreements about committee expenses less than \$200.00. 	
15.	Owners Forum	<ul style="list-style-type: none"> • Owner Al Karger asked about the Harvest Festival. He thought a food delivery system during times of smoke would be helpful. He would appreciate a pick up or delivery service during Thanksgiving, with owners receiving free delivery. 	

The meeting was adjourned at 8:04 p.m.