



Board Meeting Minutes

May 8, 2019

APPROVED

Present: Gwyneth Bowman, Julie O'Dwyer, Ed Claassen, Charlie Douglass, Mira Wonderwheel, Trine Ostergaard, Stephen Bowman. **Others**

present: Emile Amarotico, General Manager, Abby Lazerow, Board Administrator.

Facilitator: Ed Claassen Timekeeper: Julie O'Dwyer

The meeting was called to order at 6:00 p.m.

	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"> Owners Joseph Curl, Annie Hoy, Richard Katz, James Dills and Zack Burrows attended the meeting. James Dills, a long-time Co-op Wellness Department employee, read a letter encouraging the Co-op to work with locally owned, high-integrity organic companies. He believed national organic standards are being diluted. Shoppers could be asked to vote for high quality producers that value humanity and the environment with their dollars. The Co-op has the opportunity to take the helm of the natural products industry. Annie Hoy was glad to see the patronage dividend available at the register. 	
3.	Announcements and Opportunities:	<ul style="list-style-type: none"> The next Employee Training Day is May 22 Presentations about the Rogue Co-ops "Start a Co-op Contest" will be 	

		<p>held at the SBDC in Medford on May 16 from 12-1 p.m. and at AFC on May 20 from 6-8 p.m. Annie Hoy and Shiloh Powers will present.</p> <ul style="list-style-type: none"> • Grants Awards Night will be held on May 22 at 5:30 p.m. at the Ashland Hills Hotel and Suites. • Board elections will start on May 23 and end on June 12. • The second and final Board/MT Strategic Planning meeting will be held on May 15 from 8 a.m. to 12:00 p.m. 	
4.	Agenda Review	<ul style="list-style-type: none"> • Done. 	
5.	Consent Agenda:	<p>Consent Agenda documents :</p> <ul style="list-style-type: none"> • Board Meeting Minutes, April 10, 2019 • Executive Session Minutes, April 10, 2019 • Board Finance Report, March 2018 	The consent agenda documents were unanimously approved by the Board.
6.	AFC Gives Update	<ul style="list-style-type: none"> • The Community Grants Committee is now named AFC Gives. • The grant distribution process has been completed. The committee has reorganized the process and the ratings matrix this year. Acceptance letters will be sent out soon. • Total funding requests were \$57,000. 27 recipients received approximately \$29,000 in funds and gift cards. • Many requests were for food, but most grantees had been purchasing less than healthy products for previous projects. The committee elected to give many grantees large gift cards to assist them in purchasing healthy food for their constituents. Grantees will be connected with the Store Manager to help them to make special order bulk purchases to receive further discounts. • The Marketing Department will highlight the grantees' successes over the coming year. 	
7.	Board Director Attending CCMA	<ul style="list-style-type: none"> • An expenditure request of \$2260.40 was made to send one director to CCMA in Durham, NC. The Board unanimously approved the expenditure. • Last year three directors and the board administrator attended CCMA in Portland. • Directors were asked to review the 2019 CCMA discussion topic list and to inform the director of their interests and prioritization. 	The Board unanimously approved sending a director to CCMA in June.
8.	Monthly Review of	The Board reviewed the status of their 2019 Board goals.	

	Status of Board Goals	<ul style="list-style-type: none"> ● <i>Space issues:</i> Discussed in Executive Session ● <i>Updating strategic plan;</i> Discussed during May Closed Work Session. ● <i>BDC recommendations for optimal number of directors:</i> Owners will be asked to vote on a Bylaw change. The BDC will redraft a proposal to go to the Executive Committee about the size of the Board. ● <i>Interface with Marketing and Education Department:</i> There was good collaboration to plan the 2019 annual meeting; OEC and Marketing will focus on attracting AFC volunteers soon. ● <i>AFC Gives Program:</i> The Committee has written a new committee charter and manual. The annual grants awards process was just completed. The development of a foundation and a round up program will be investigated over the coming year. ● <i>Diversity, equity and inclusion:</i> The ad hoc Diversity committee is scheduling a meeting date and is looking for additional employee and community members. ● <i>Impact of changing climate:</i> AFC is actively working with the Energy Trust of Oregon on its energy management cohort. Opportunities to refine gas use are being considered. A smoke response plan for the summer is being developed. ● Directors agreed to hold the Board goals review quarterly instead of monthly, scheduling adequate time to discuss committee reports in depth. Committee chairs will contact the Board Administrator to schedule discussions as needed. 	
9.	2019 Annual Meeting Update	<ul style="list-style-type: none"> ● The AFC Annual Meeting will be held on June 7 at 4 p.m. as part of the First Friday event.. The meeting will be recorded and placed on the AFC website. ● Owners attending the annual meeting will receive a voucher for a meal served at the Co-op First Friday event. ● After the annual meeting, the Board will be present at a table outside the store to interact with owners and shoppers. The Board will also distribute chocolate. ● Board candidates will attend the event. 	
10.	Board Finance Report	<ul style="list-style-type: none"> ● The Co-op has been doing well during the last six months. Sales are .5 % lower to budget and .5% or less short on margins. 	

		<ul style="list-style-type: none"> • \$66,300 towards the patronage dividend has been put aside during the first quarter of 2019. • The Board Treasurer requested that 288 outstanding patronage dividend checks, representing approximately \$2500.00 be cancelled. These checks have not been cashed for four years. The money will go back into AFC general funds. • A motion was made to return the uncashed funds to the Co-op budget, with the possibility of donating the funds to the Twin Pines foundation if the donation was tax deductible for the Co-op. The Board Treasurer will consult with the the Finance Manager to see if this is a possibility. 	
11.	GM Report	<ul style="list-style-type: none"> • April sales to date had 14 consecutive days of positive sales. Sales last week were up 6% and the average basket and traffic are both up as well. • New promotions have been very successful. • A director requested sales graphs be considered in relation to marketing initiatives. • The GM is looking at ways to create a clean air environment in the store. • Emile has been investigating AbleCarts service at the Briar Patch Co-op to see if it is a potential grocery delivery model. • After the IT Manager departs in June, the Finance Manager will temporarily lead the IT department and the Store Manager will lead the POS team. • A director requested the GM share relevant huddle information with the Board. • The company that has recycled plastic clamshells no longer accepts them. Directors wondered if there were opportunities for glass to be used in an exchange program. 	

The meeting was adjourned at 7:06 p.m. Minutes were prepared by Abby Lazerow, Board Administrator.