



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

Board Meeting Minutes

September 11, 2019

APPROVED

Directors Present: Julie O'Dwyer, Ed Claassen, Trine Ostergaard, Annie Hoy, Steve Bowman, Melina Barker and Lisa Beam. **Others present:** Emile Amarotico, General Manager; Abby Lazerow, Board Administrator.

Absent: Charlie Douglass.

Facilitator: Trine Ostergaard Timekeeper: Ed Claassen

The meeting was called to order by Trine Ostergaard at 6:03 p.m.

	ITEM DESCRIPTION	DISCUSSION	ACTION
1.	Positive Affirmation	<ul style="list-style-type: none">• Annie Hoy led the positive affirmation.	
2.	Owners Forum	<ul style="list-style-type: none">• Employee owners Brendan Musselman, Rianna Koppel, Lara Howell, Ty Nothington, Johnnie Darnell, Chessley Sexton, Riley Baraclough, Justin Stahl, Jesse Young, Jake Patoski, Natasha Nix, and David Wong attended the meeting.• Rianna Koppel read and presented a letter to the Board from the Employee Association (EA) on behalf of the Deli employees, about challenging working conditions in the Deli since January that, from their point of view, have not been sufficiently addressed despite repeatedly being brought to the management's attention. The EA has worked closely with staff and the MT about working conditions in the	

		<p>Deli. For example, although a sign out log has replaced the whiteboard for recording breaks, employees are still missing their breaks because sometimes there is no back up staff available. Employees requested clear communication, appropriate staffing and safe, respectful, supportive and cooperative working conditions in order to joyfully work together. Employees and the EA felt their only recourse was to now appeal to the Board.</p> <ul style="list-style-type: none"> • David Wong requested a timeline, transparency of progress and follow-up. • The Board President thanked the employees for coming to the meeting and presenting their concerns in a clear and articulate way. The Board has asked the GM to take action in an appropriate way to the issues that have been raised. • The GM assured the employees present that these concerns are being taken seriously and are an important focus of the MT. He reported that the enhancements and changes requested are taking effort behind the scenes to accomplish. 	
3.	Announcements and Opportunities	<ul style="list-style-type: none"> • September 24-26 Fall Assemblies • September 25, Bea Johnson will hold a talk about zero waste • Cultural Agility Leadership Training, Thursday, September 12 from 8-12 • October 4, First Friday event; Directors are invited to attend • October 9, Board of Directors Meeting • October 10, New Employee Orientation; Annie Hoy will attend. • October 12, Board Retreat, 9 a.m. to 4 p.m. 	
4.	Agenda Review	<ul style="list-style-type: none"> • Done 	
5.	Consent Agenda:	<p>The following Consent Agenda items were unanimously approved:</p> <ul style="list-style-type: none"> • Board Meeting Minutes, August 14, 2019 • Executive Session Minutes, August 14, 2019 • Board Finance Report, July 2019 	The Consent Agenda was unanimously approved.

		<ul style="list-style-type: none"> • BDC Charter, Revised August 2019 • BDC Manual, Revised August 2019 	
6.	First Friday Event Review	<ul style="list-style-type: none"> • The September First Friday event was very successful. • Many directors plan to attend the October First Friday event. 	
7.	Review of Board Meeting Procedures and Ground Rules	<ul style="list-style-type: none"> • The Board President reviewed Board meeting procedures. • Fact-finding occurs through Board committee work. Recommendations to the Board are initiated through Board committees. • If individual directors have an idea or concern, they should bring it to the appropriate committee. Directors should contact the Board President, Vice President or Board Administrator in advance to request adding a topic to the agenda. • Directors must thoroughly read all the Board packet documents in advance to be prepared for the Board meeting. If they want to pull a document off the Consent Agenda for discussion, they should contact the Board Administrator at least three days before the Board meeting. • Decision-making process is by consensus. Directors strive to reach full agreement. If agreement does not occur, the Director can either stand aside, (not voting for and not opposing the proposal), or they can block the proposal. The consensus process ultimately leads to better decisions. • Directors serve as meeting facilitators on a rotating basis. The facilitator makes sure all are included in the decision-making process and supports reaching understanding if there is disagreement. The facilitator stays neutral, but may temporarily step aside of their role to participate. • Directors should ask to be acknowledged by facilitator by raising their hands. Side conversations and texting should not occur during the meeting. 	
8.	Strategic Initiatives	<ul style="list-style-type: none"> • Ed gave a history of Board/MT strategic initiatives. The strategic planning process creates a true collaboration between the Board and MT. 	

		<ul style="list-style-type: none"> • The SPSC had requested the Board ratify the current strategic initiatives document. Ed proposed the Board ratify this document. The Board unanimously approved the Strategic Initiatives document. 	
9.	Board Retreat	<ul style="list-style-type: none"> • The BDC met recently to discuss the Board retreat. The retreat agenda will be distributed soon. The intention of the retreat is to focus on goals, Board communication, team building and getting to know each other. 	
10.	Change for Good Program Proposal	<ul style="list-style-type: none"> • The AFC Change for Good program proposed an option for owners to round up their purchase to the highest dollar, with this change being awarded to a local non-profit organization vetted by the AFC Gives Committee. There are approximately 90,000 transactions per month at the store, so there is potential to generate significant funds for local organizations. • Organizations will submit proposals to be part of the program. The Committee will choose the top 15 organizations. Owners will then vote during the elections cycle for their top 11 organizations. This may also encourage more voting participation by Co-op owners. • Julie O'Dwyer proposed that the Board implement the AFC Gives Change for Good program, with an initial test program this October. Money raised would be used to ensure long term sustainability for the AFC Gives program. • The Board unanimously approved the implementation of the AFC Gives Change for Good program. 	
11.	Board Finance Report	<ul style="list-style-type: none"> • July 2019 sales did not rebound to 2017 numbers. This could be because many people were cautious about making plans to come to Ashland during the summer season of smoke. • August 2019 sales increased 5.3% compared to August 2018. Sales growth after August was 3.5% • The daily basket count in July was 3,085, compared to 3,007 last year. • Labor expense was up 12%, mostly due to increases in wages as well as increases in annual step wages. 	

		<ul style="list-style-type: none"> • Cash remains strong. 	
12.	GM Report	<ul style="list-style-type: none"> • Employees are participating in training about safety in the store, including training for the scenario of an active shooter. There will be additional training during the Fall Assembly meetings. • There had been some reports of women shoppers that were uncomfortable in the store because of predatory behavior by some male shoppers. Signs have been installed in the restrooms listing what to do if a shopper is feeling threatened. The Board appreciated the posting of the signs. • During the short period of smoke, MERV 13 filters have been placed in the HVAC filters to screen out any smoke particles. Air scrubbers have also been used. • Phil Johnson was selected as the IT/POS Department Manager. • A store goal is to cut gas use in 2020 by 5% and to be carbon neutral by 2030. The main use of gas in the store is to heat hot water and to heat the store. • Co-op employees will be offered prize money for suggesting the best energy-saving opportunities for the store. • The Board appreciated the upcoming pilot project for reusable serving containers at the store, starting up in mid-October. 	

The meeting was adjourned at 7:38 p.m. Minutes were prepared by Abby Lazerow, Board Administrator.