



Board Meeting Minutes

February 12, 2020

APPROVED

Present: Julie O'Dwyer, Ed Claassen, Trine Ostergaard, Charlie Douglass, Annie Hoy, Steve Bowman, and Lisa Beam.

Others present: Emile Amarotico, General Manager. **Attending by conference phone:** Abby Lazerow, Board Administrator.

Absent: Melina Barker.

Facilitator: Lisa Beam Timekeeper: Julie O'Dwyer

	ITEM DESCRIPTION	DISCUSSION	ACTION/ FOLLOW-UP
1.	Positive Affirmation	<ul style="list-style-type: none"> Emile Amarotico led the positive affirmation. 	
2.	Owners Forum	<ul style="list-style-type: none"> There were no owners present. 	
3.	Announcements and Opportunities	<ul style="list-style-type: none"> Grants Information Meeting, February 19. 6:30 p.m. Saturday, February 15: Fundraising for Ashland Ski Patrol. Candidate information night, March 11, 5 p.m. in the Co-op Classroom Board meeting, March 11, 6 p.m. Board candidate applications due March 26. GM evaluations due Friday, February 21. 	
4.	Agenda Review	<ul style="list-style-type: none"> Done. 	Done.
5.	Consent Agenda	<p>The following consent agenda documents were approved by the Board:</p> <ul style="list-style-type: none"> Board Meeting Minutes, January 8, 2020 Executive Session Minutes, January 8, 2020 Board Finance Report, January 2020 Executive Committee Charter-Manual, revised January 2020. 	Approved.

		<ul style="list-style-type: none"> • Board Facilitator List, Revised January, 2020 • Board Contact List, Revised January 2020 • Board Newsletter Calendar, Revised February 2020 • Names of Board Nominating Committee, 2020 	
6.	AFC Gives Volunteers	<ul style="list-style-type: none"> • Julie proposed Bob Kaplan become an ongoing owner volunteer on the AFC Gives committee. Aria Bettinger will be available to volunteer only for the grants evaluation period. • The Board approved the two new AFC Gives owner volunteers . 	Aria Bettinger and Bob Kaplan were approved as AFC Gives owner volunteers.
7.	Review of Board Goals, Assignments and Tasks	<p>The Board reviewed their 2020 goals and assignments:</p> <ul style="list-style-type: none"> • Space Solutions: Champions are Emile and Ed. Julie, Mel, and Tracy are key contributors. The team is under the auspices of the Strategic Planning Steering Committee. This is a multi-year process. The team will create a game plan by the end of 2020. • Expansion Beyond the Current Store: Kelly McNamara and Dean Williamson are co-chairs of this sub-committee. The team is chartered by the SPSC and includes Emile, Julie and two to three other community owner volunteers plus a Medford Food Co-op representative. The committee will deliver recommendations by the end of the year. • Implementing the AFC Gives Change for Good Program. Julie is the champion. Trine, Melina, and Charlie are members of the team. The goal is to build an endowment for future grant funding via the Twin Pines Foundation and to find ways to fund the program in a more expansive way. • Deli Rebrand/New Product Development: Emile is the chair of this task force, with the goal of creating branding that moves AFC into a local leadership position. Any store expansion would emphasize an expanded role of prepared foods and private label products. • EDI Initiative and Action Planning: Melina has expressed an interest in becoming the champion of this goal. An ad hoc task force is yet to be formed. • Preparation for Impact of Climate Change: Emile and Rianna Koppel are champions of this goal. The team is working on implementation of an emergency backup generator and a battery-backed solar power system. The team would like to engage local youth and SOU students on the project. A store plan during periods of smoke has been developed. The team will look at the City's 	

		<p>earthquake plan to see if partnering could take place. AFC is a community resource and has a huge responsibility keeping food available for the community.</p> <ul style="list-style-type: none"> ● Local foods: Team members are Dean, Annie, Ed and Barry. ● Reassess Policy Governance: Annie will send directors introductory information. ● Increase Owner Involvement: The Owner Engagement Committee is continuing to identify opportunities for owner engagement. Currently they are working with the Marketing Department to engage a major speaker in the fall. EDI and delivery services may offer new opportunities to engage owners. ● A director suggested including owner involvement as a theme in all Board goals, rather than making it a specific goal. ● A director suggested encouraging adding staff to attend Board subcommittees to help support and encourage a better relationship with the MT and to get important employee input on Board projects. 	
8.	MEETING BREAK	A five-minute break was taken.	
9.	External Relations Committee	<ul style="list-style-type: none"> ● The Board discussed whether the External Relations Committee (ERC) should continue as a Board standing committee. The Rogue Co-ops Committee was initially formed to promote local co-ops and support the formation of new co-ops in the Rogue Valley. Later the External Relations committee was formed and members of Rogue Co-ops, primarily marketing staff, were invited to participate. ● When the ERC chair recently proposed to the committee members that ERC should be an AFC led committee, many of the committee members were uncomfortable with the proposal. They would prefer to be an independent Rogue Co-ops committee. ● Directors wondered if the ERC was still needed. The Board President asked the ERC chair to consider if there was a mission separate from Rogue Co-ops that serves AFC and if the committee was worth continuing. The ERC Chair will report back at the March Board meeting. 	
10.	Board Finance Report	<ul style="list-style-type: none"> ● The Finance Committee recently reviewed all of AFC's insurance policies and concluded that we are well covered with our current policies. ● The Finance Committee has been holding preliminary discussions about the patronage dividend. The Board will discuss the patronage dividend in March or April. ● There will be a financial review for 2019 conducted by Wegner CPAs. ● Thanks to the efforts of the GM and the Marketing Manager, along with the 	

		<p>outstanding AFC employees and dedicated shoppers, the AFC grew by 3% last year, even with parking issues and limited store size. Earnings were \$908,000 above last year.</p> <ul style="list-style-type: none"> • This year's profit sharing bonus will be \$153,000. Employees will receive their shares based on the number of hours worked. • With 150 stores, the Natural Grocers Corporation reached 1 billion in sales last year. Their growth was 2.5%. 	
11.	GM Report	<ul style="list-style-type: none"> • The GM is working with the City of Ashland Electric Department on a plan to move and relocate the transformer with a generator at a site between the delivery driveway and the barn. • The GM is investigating ways to access solar power in the event of an extended power outage. • A director asked the GM to conduct a property assessment, looking at the store's needs and the costs of maintaining properties. • The GM is investigating setting up an enclosed vestibule in the outdoor space to minimize the impacts of exterior climate and air quality in store in times of smoke. • The GM is exploring resources for providing alternative transportation for shoppers to the store. AFC could possibly offer discounts to patrons using the RVTD AshlandConnector.org program. • There was discussion about offering a punch card for patrons who walk to the store. For example, after the 10th walk, the patron could receive a special coupon. • The employee Spring Assembly will be held on April 28, 29 and 30. All directors should attend. • Regan Roach joined the team as Prepared Foods Manager/Executive Chef. • Interior store painting is being conducted as part of the brand refresh initiative. • Brian Hersey from the Front End Department was recently hired to conduct loss prevention. • The prepared foods container program will be relaunched next Wednesday. • The GM has been approached by a local property owner who intends to install a solar project on a large commercial building they own. They cannot use all of the power so have proposed that AFC purchase their excess solar credits. They will be drafting an agreement for AFC's consideration. 	

The meeting was adjourned at 7:47 p.m. Minutes were prepared by Abby Lazerow, Board Administrator.