



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

**Board Meeting Minutes**

October 12, 2022

APPROVED

**Directors attending:** Julie O'Dwyer, Ed Claassen, Mark Gibbs, Joanna Wnorowski, Bob Kaplan, Melissa Scudder, Erica Thompson, Larry Cooper.

**Others attending:** Emile Amarotico, General Manager; Abby Lazerow, Board Administrator; Melina Barker, Director Emeritus/Co-Chair, EDI Committee.

Facilitator: Julie O'Dwyer      Timekeeper: Mark Gibbs

ITEM #	ITEM DESCRIPTION	DISCUSSION
1.	<b>Positive Affirmation</b>	<ul style="list-style-type: none"><li>• Bob Kaplan led the positive affirmation.</li></ul>
2.	<b>Land Acknowledgement</b>	<ul style="list-style-type: none"><li>• Joanna Wronowski led the land acknowledgement.</li></ul>
3.	<b>Owners Forum</b>	<ul style="list-style-type: none"><li>• Owner Barry Haynes, Amey Broeker and Jon Griffin attended the meeting.</li><li>• Amey Broeker, Director of the Ashland Food Bank, reported that local stores are donating more high end products that are not selling at their stores. Shoppers are pinching pennies and buying down.</li><li>• Store Manager Barry Hayes was asked about the potential for self-checkout kiosks. He noted there are many aspects to our sales such as owner numbers, digital coupons, and register round ups that are not similar to other stores that use this service. Additionally, our shoppers appreciate the human interaction.</li></ul>
4.	<b>Announcements and Opportunities</b>	<ul style="list-style-type: none"><li>• Monster Dash, a fundraiser for the Ashland Schools foundation will be held on October 29 from 9 a.m. to 1 p.m.</li><li>• New Board directors were encouraged to attend Co-op 101 on November 19. Directors could also attend the training called Deepening Our Commitment to Equity, October 19, 22 and 26.</li></ul>
5.	<b>Agenda Review</b>	<ul style="list-style-type: none"><li>• Done.</li></ul>
6.	<b>Consent Agenda:</b>	The following consent agenda items were approved: <ul style="list-style-type: none"><li>• Board Meeting Minutes, 9-14-22 (Unapproved)</li></ul>

		<ul style="list-style-type: none"> <li>Executive Session Minutes, 9-14-22 (Unapproved, Confidential)</li> <li>Board Finance Report, 8-22</li> </ul>
7.	<b>EDI Committee and EDI Facilitator Update</b>	<ul style="list-style-type: none"> <li>Melina Barker reported the EDI team selected Marvin Woodard, Racial Justice Coordinator at SOU, to be facilitator for the EDI Committee.</li> <li>The EDI Committee was in favor of AFC working with Project WHEN, which helps businesses navigate an extensive process to deal with eliminating harassment. Project WHEN will conduct an employee survey, examine and make suggestions for policy changes, and certify the organization.</li> <li>Susan Moen with SART has agreed to a formal service agreement to provide a confidential advocacy service for AFC employees. This will be an interim solution until the organization completes Project WHEN certification and they advise about best advocacy practices.</li> </ul>
8.	<b>Strategic Planning Refresh Update</b>	<ul style="list-style-type: none"> <li>The Board President reported the Board and Management team had a successful first meeting of the Strategic Planning Refresh. The process identified five initiatives: facility and existing campus, local economy, owner engagement, employment and staff, and farmers and producers.</li> <li>The second SP Refresh meeting will be held on October 26. Initiative teams have been meeting and will report back to the group.</li> </ul>
9.	<b>Meeting Break</b>	No Meeting break was taken.
10.	<b>AFC Gives Update</b>	<ul style="list-style-type: none"> <li>Truth to Power at AHS was the September Change for Good organization, generating \$4,166.38 in register round-ups.</li> <li>Funds raised in October will go to the AFC Gives fund which supports local projects and responds to local emergencies. To date, \$1,835.08 has been raised.</li> <li>The November Change for Good organization will be The Indigenous Garden Network. The organization is located at Vesper Meadow on Indian Memorial Highway in Ashland.</li> <li>The Board appreciated AFC cashiers being consistent in asking shoppers to round up.</li> </ul>
11.	<b>AFCEA Collective Bargaining Agreement Process</b>	<ul style="list-style-type: none"> <li>The GM reported the AFC Employee Alliance (AFCEA) was formed in 2012 after employees voted to self-organize as their own legal entity, separate from AFC. AFCEA represents employees in collective bargaining, wages, and working conditions. The first negotiations took place in 2013. The fourth agreement is currently being negotiated. The agreement will focus on wages and attendance, as well some administrative issues.</li> <li>The negotiating team is composed of 5 AFCEA counselors and 5 managers. A vote on the contract, which must be ratified by a majority of Bargaining Unit employees, is targeted for November or December. If there is no final agreement by January 1, the current agreement will continue until such time as there is. When there is agreement on both sides, the Board will receive a copy of the agreement.</li> <li>Employees pay \$5 per month to fund AFCEA. Dues funds are primarily used for AFCEA Council stipends and any consulting. The store pays for AFCEA representatives' time in meetings with management. AFCEA reps receive approximately a \$150 monthly stipend from AFCEA.</li> </ul>
12.	<b>Planning a Date for</b>	<ul style="list-style-type: none"> <li>The Board retreat will be held on Sunday December 11 from 9 a.m. to 2 p.m. The location will be</li> </ul>

	<b>Board Retreat</b>	determined.
13.	<b>Board Finance Report</b>	<ul style="list-style-type: none"> <li>● Finance Committee members met in October to review August financials. They also welcomed new owner volunteer Conde Cox and IT Manager Phil Johnson to the group.</li> <li>● Sales were down 1% in August. Store sales are \$21 million to date, 5% below budget. Margins are 38%, close to budget. Benefits costs were down in August.</li> <li>● FC Committee members also discussed the impact of product shortages, employee shortages and inflation.</li> <li>● The Committee reviewed the history of the patronage dividend, and the tiered investment policy and philosophy.</li> <li>● The Board Treasurer also discussed the status of the pending federal employee retention credit.</li> </ul>
14.	<b>Hardship Pay</b>	<ul style="list-style-type: none"> <li>● The Board had approved the extension of hardship pay exempt from labor cap until the end of October 2022.</li> <li>● The Board Vice President proposed continuing the employee Hardship Pay of \$1 per hour through December 31 2022. The Board approved extending hardship pay at \$1 an hour through the end of December 31, 2022, exempt from the labor cap.</li> </ul>
15.	<b>GM Report</b>	<ul style="list-style-type: none"> <li>● Emile Amarotico reported national trends show people are buying down in product or in brand, moving from organic and natural to conventional.</li> <li>● With 8% inflation, it would be ideal to increase wages by 8%, but this cannot occur with 1% sales growth or negative sales growth. Expanding our sales capacity is a priority and upgrading the facility could raise the potential of increasing sales.</li> <li>● Expanding the AFC house brand could also increase sales and retain profits. Expansion of the bulk department could also be beneficial.</li> <li>● Other ways to save money would be to reduce inefficiencies in departments.</li> <li>● There will soon be a new self service bottle redemption center adjacent to the barn. This will reduce labor costs for redeeming bottles.</li> <li>● Recently two new environmental monitors were installed in the store. One tracks CO2 levels in the store, while the other measures and records the air pressure differential between the store and the outside atmosphere.</li> <li>● Two employees from the AFCEA Council and the two employees from the EDI Committee will contribute to creating an ideal HR Manager candidate profile. This profile will be compared to a profile survey filled out by qualified candidates to help determine their fit.</li> </ul>
16.	<b>Board Holiday Party</b>	<ul style="list-style-type: none"> <li>● The December Board meeting is traditionally a holiday dinner held at a local restaurant. The dinner will be held on December 14 at 6:30 p.m. Directors should email food allergies or restrictions to the Board Administrator.</li> </ul>
17.	<b>Action Items</b>	<ul style="list-style-type: none"> <li>● The Board approved the October consent agenda items.</li> <li>● The Board approved continuing the employee hardship pay of \$1 per hour through December 31, 2022 exempt from the labor cap.</li> </ul>

		<ul style="list-style-type: none"> <li>• The Board retreat will be held on Sunday December 11 from 9 a.m. to 2 p.m.</li> </ul>
18.	<b>Meeting Evaluation</b>	<ul style="list-style-type: none"> <li>• It is very fulfilling to serve on this Board. The agenda is efficient and much gets accomplished.</li> <li>• The Closed Work Session team building exercises brought humor and joy.</li> <li>• Julie's facilitation was appreciated.</li> <li>• Larry and Bob were appreciated for their willingness to attend remotely when they were exposed to illness.</li> </ul>

*The meeting was adjourned at 7:40 p.m. Minutes were prepared by Abby Lazerow, Board Administrator.*