



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

Board Meeting Minutes

March 8, 2023

Approved

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

Others attending: Barry Haynes, Interim General Manager, Abby Lazerow, Board Administrator. **Absent:** Mark Gibbs

Facilitator: Melissa Scudder

Timekeeper: Joanna Wnorowski

The meeting was called to order at 6 p.m. by Melissa Scudder.

ITEM #	ITEM DESCRIPTION	DESCRIPTION	ACTION
1.	Positive Affirmation	<ul style="list-style-type: none">Joanna Wnorowski led the positive affirmation.	
2.	Land Acknowledgement	<ul style="list-style-type: none">Barry Haynes led the land acknowledgement.	
3.	Owners Forum	<ul style="list-style-type: none">Owners Amey Broeker, Emile Amarotico, Anthony Travanty, Kevin Bendaw, Janet Bell, Derek Volkart and Conde Cox attended the Board meeting.Kevin Bendaw asked about the 2021 letter sent to owners that said 100% of patronage distribution was given back to distributed back to owners; he thought it was necessary to use the term 100% of eligible funds, when actually 24% is given back." He appreciated the Finance Manager's stewardship and diligence.	
4.	Announcements and Opportunities	<ul style="list-style-type: none">There will be three open Board director seats in 2023. The application deadline is March 23 at 9 p.m.	
5.	Agenda Review	<ul style="list-style-type: none">Done.	
6.	Consent Agenda:	The following Consent Agenda items were approved: <ul style="list-style-type: none">Board Meeting Minutes, 2-8-23 (Unapproved)Executive Session Minutes, 2-8-23 (Unapproved, confidential)Board Finance Report, 1-23	The Board unanimously approved the Consent Agenda.

		<ul style="list-style-type: none"> • Board Nominating Committee, 2023 • Board Actions, 2022 	
7.	EDI Committee Update	<ul style="list-style-type: none"> • Erica Thompson reported the EDI Committee met this afternoon. Co-chair Sara Huque has been sending employees monthly updates and will share those with the full board. • Committee members would like to have an AFCEA representative join the EDI Committee. • The committee finalized their self-nomination forms and the committee charter. • The committee will be involved in the GM Hiring process by contributing interview questions. • Sara will give an EDI update at the June annual meeting. • The EDI committee is reviewing the AFC Land acknowledgement and related actions to support local indigenous organizations. Kali Kraum, the new marketing social media coordinator who has worked at the historical society will conduct research about the history of the land AFC is built on. • The AFC website is being translated in Spanish. • The work of AFC Gives and the EDI committees are in close alignment. • The EDI committee could help identify where EDI concerns could be included in the new strategic initiatives. 	
8.	AFC Gives Update	<ul style="list-style-type: none"> • Melissa Scudder reported OHRA earned \$6,341.90 in February. The Klamath Bird observatory has raised \$1000 so far. • Change for Good applications are now available online. A recorded webinar about the application process is posted on the website. • The Committee is investigating funding a mentorship or scholarship program. • Cashiers are doing a good job asking owners to round up and are more knowledgeable about the organizations. 	
9.	Meeting Break	<ul style="list-style-type: none"> • A five-minute break was taken. 	
10.	Board Goals	<ul style="list-style-type: none"> • Julie O'Dwyer reviewed the Board goals recently developed during the January board retreat. Assignments need to be made for championing each goal. • The 2023 Board Goals were unanimously approved. 	The 2023 Board Goals were unanimously approved.
11.	Strategic Initiative Update	<ul style="list-style-type: none"> • Julie O'Dwyer reported plans are being made for the campus remodel and refresh. A preliminary budget was approved to hire consultants. • Julie and Barry have met with the Ausland Group, who will act as project managers through construction. Chris Brown will be the lead architect and 	

		<p>will subcontractors. Representatives from National Cooperative Grocers (NCG) will be responsible for interior store design. These consultants will develop a preliminary project responsibility chart, schedule and budget.</p> <ul style="list-style-type: none"> • The Interim GM will track work and billing in a spreadsheet. 	
12.	Board Finance Report and Patronage Dividend Distribution	<ul style="list-style-type: none"> • Finance Manager Mel Gedde reported sales were up 2.3% last year and 4.6% to budget. The average basket remains strong at \$39.91, which is about 40% higher than January 2020. • Compared to 2022, sales were up 2.3% and margins were up \$39,658 or 4.0%. • The 10% owners discount has been highly utilized in January and February. • Customer counts were up 6% compared to January, and are about 20% below our pre-pandemic daily numbers. Customers are shopping for deals and staples. Beer and wine has been down and sales of gourmet items are down. Bulk is up overall. • Benefits were down \$28,055 lower than budget. • Utilization of the CAN discount was down \$5000 to budget. • Bylaws require the distribution of at least 20% of patronage dividend distributions to owners. Due to the pandemic, in 2020 the Board proposed a 100% distribution. AFC received PPP funding in 2021 and again distributed 100% of eligible patronage dividend distributions. The Board Finance Committee proposed a 100% distribution of eligible patronage distribution funds for 2022. • The Board unanimously agreed to approve the Finance Committee recommendation for 100% or eligible patronage dividend distribution to owners for 2022. 	The Board unanimously agreed to approve the Finance Committee recommendation for 100% or eligible patronage dividend distributions to owners for 2022.
13.	GM Report	<ul style="list-style-type: none"> • Interim GM Barry Haynes reported February sales were down by 1.5 %, compared to 2022, mainly due to weather and inability for late shoppers to use their discount. YTD sales were .53% over prior year. • Because the collective bargaining contract was not approved by AFCEA employees, bargaining talks with AFCEA will begin again. • The Cooperative Development Foundation is holding a webinar about affordable housing initiative opportunities for community owned housing on Thursday, March 16. There may be the potential for future collaboration with the City of Ashland to create cooperative affordable housing. • An OBRC bottle recycling drop station will be installed in early April. • Customer survey responses indicated a dip in customer satisfaction in 	

		<p>February, primarily because of supply availability. AFC still maintains equal or average scores compared to other stores in western corridor.</p> <ul style="list-style-type: none"> • Project WHEN shared the employee survey summary, and recommendations and certification workbook with the interim GM and HR Manager. The store is in compliance with most categories, but areas for improvement were identified. Certification should be achieved by June 1. • Barry will be attending the 3 day NCG spring meeting for co-op representatives on April 25-26 in San Diego. • Staffing levels have been good in the past 3 months, with 158 employees. Applicants are excited to work here and many are transferring from other grocery stores because AFC provides a better starting wage. 	

The meeting was adjourned at 8:09 p.m. Minutes were prepared by Abby Lazerow, Board Administrator.