



### Board Meeting Minutes

August 13, 2025

APPROVED

**Directors attending:** Mark Gibbs, Joanna Wnorowski, Jennifer Gibbs, Evan Archerd, Elizabeth Walsh, Ernesto Soto and Kathryn Kavanagh.

**Others attending:** Nick Hardee, General Manager: Abby Lazerow, Board Administrator.

**Facilitator:** Jennifer Gibbs    **Timekeeper:** Joanna Wnorowski    The meeting was called to order at 6 p.m. by Jennifer Gibbs.

ITEM #	ITEM DESCRIPTION	DISCUSSION	ACTION
1.	Land Acknowledgement	<ul style="list-style-type: none"><li>Kathryn Kavanagh led the land acknowledgement.</li></ul>	
2.	Positive Affirmation	<ul style="list-style-type: none"><li>Ernesto Soto led the positive affirmation.</li></ul>	
3.	Owners Forum	<ul style="list-style-type: none"><li>Owners Crystal Sheridan, Sara Huque, Rianna Koppel, Cate Hartzell, Payam Sadri, Brenda Gould, Ryan Navickas, Sean Monterastelli, Benjy Ben Baruch, Benjamin Kramer, Bradley Smith, Joshua Palmer, Kody Cava, Laura Edwards, Jon Griffin, Erica Thompson, Ande Blancheflower, Thor Morris, Sara Dinari, Kayla Blanchflower, Dave Blanchflower attended the meeting. Owners Deb Yturalde, Emile Amarotico, Barry Haynes and Larry Cooper attended online. Most of the owners present requested that because of the war in Gaza, the Co-op immediately suspend carrying of Israeli products, divest from any investments with ties to Israel and asked</li></ul>	

		<p>that other businesses in Ashland also do the same. Crystal Sheridan shared a petition signed by 421 shoppers and 322 owners which demanded the AFC Board and Management stop carrying Israeli products.</p> <ul style="list-style-type: none"> <li>• Some owners said that they heard that an employee was asked not to wear a kefiyah in the workplace. They thought this was a violation of freedom of speech.</li> <li>• Facilitator Jen Gibbs appreciated the owners attending and sharing their passionate voices.</li> </ul>	
4.	<b>Announcements and Opportunities</b>	<ul style="list-style-type: none"> <li>• The Hulu School of Ashland is having a Hawaiian dance activity event on September 21 at Grizzly Peak Winery.</li> </ul>	
5.	<b>Agenda Review</b>	<ul style="list-style-type: none"> <li>• Jen Gibbs reviewed the agenda.</li> </ul>	Done.
6.	<b>Consent Agenda:</b> -	<ul style="list-style-type: none"> <li>• The following Consent Agenda documents were unanimously approved: Board Meeting Minutes, 6-11-25 Executive Session Minutes, 5-14-25 Board Finance Report, 5-25 Board Finance Report, 6-25 Board Meeting Calendar, 2025-26</li> </ul>	Approved
7.	<b>GM Report</b>	<ul style="list-style-type: none"> <li>• GM Nick Hardee offered his time that he would give for discussing the August GM Report to the Owners Forum.</li> <li>• He said has a deep respect for everyone showing up to share their opinions.</li> </ul>	
8.	<b>Treasurer's Report</b>	<ul style="list-style-type: none"> <li>• Board Treasurer Ernesto Soto reported for the second quarter sales were \$458,761 higher than last year, with strong growth in Produce, Grocery,</li> </ul>	

		<p>Prepared Foods, and Meat Departments. Mercantile and Beer/Wine saw declines.</p> <ul style="list-style-type: none"> <li>• June sales alone were up \$123,042 over last year, though they came in 1% below budget overall, with only Prepared Foods and Meat exceeding their June targets.</li> <li>• Gross margin dollars increased by \$177,567 for the quarter, holding steady at 39.6%, slightly above budgeted margins.</li> <li>• Average basket size grew to \$38.08, up 1% from last June. Customer counts rose 3.4%, which is still 11% below pre-pandemic customer levels.</li> <li>• Labor costs for the quarter were \$50,668 under the labor cap and \$106,000 under budget year-to-date, despite being \$351,000 higher than last year, largely due to sales growth.</li> <li>• Benefit costs are trending higher, up \$92,000 for the quarter and \$130,000 year-to-date compared to last year.</li> <li>• Non-labor expenses were under budget by \$14,582 for the quarter but remained \$227,000 higher than last year, driven mostly by RoCo costs and the CAN discount.</li> <li>• \$509,626 has been accrued in patronage dividends so far this year, which is \$267,000 over budget, and ended the quarter with positive cash flow of \$12,291 after paying \$695,000 in dividends.</li> <li>• Active ownership is up 3.2% compared to last June, with 8,541 active members out of 13,877 total owners.</li> <li>• The Finance Committee will be looking for an owner member soon.</li> </ul>	
9.	<b>Selection of Board Committee Chairs and Board Committee Membership, 2025</b>	<p>The Board confirmed members of Board committees for 2025-2026.</p> <ul style="list-style-type: none"> <li>• Executive Committee. Directors: Mark Gibbs, Chair; Kathryn Kavanagh, Jen Gibbs, Ernesto Soto. Additional members: Nick Hardee and Abby Lazerow.</li> <li>• Board Development Committee. Directors: Elizabeth Walsh, Chair; Jen Gibbs, Ernesto Soto, Joanna Wnorowski. Additional member: Abby Lazerow.</li> </ul>	

		<ul style="list-style-type: none"> <li>• AFC Gives Committee. Directors: Evan Archerd, Chair; Jen Gibbs. Additional members: Abby Lazerow, Kali Kraum, Betsy deGress, Amber Offins, Melissa Scudder (owner-volunteer) and Deborah Costella (owner-volunteer.)</li> <li>• Strategic Planning Steering Committee. Mark Gibbs and Nick Hardee, Co-Chairs. Additional members: All directors and Abby Lazerow, Bryan Crane, Tracy Fischer, Chris Byrne.</li> <li>• Finance Committee. Directors: Ernesto Soto, Chair; Mark Gibbs. Additional members: Mel Gedde, Nick Hardee, Phil Johnson, HR Director, Conde Cox (owner-member.)</li> <li>• EDI Committee. Directors: Kathryn Kavanagh, Tri-Chair. Joanna Wnorowski is applying as additional Board director serving on the committee. Additional members: Barry Haynes and Sara Hucque, Tri-Chairs. Bryan Crane, Nick Hardee, Bradley Smith, Joe Reyes, HR Manager and Manya Campos (owner volunteer.)</li> </ul>	
10.	<b>Annual Meeting Updates</b>	<ul style="list-style-type: none"> <li>• Mark Gibbs announced the AFC Annual meeting will be held on October 4 from 4-7 p.m at the Resistance Winery. The meeting will be a celebratory event with reports about the accomplishments of the past year.</li> <li>• A sub-committee is working on the agenda.</li> </ul>	
11.		<ul style="list-style-type: none"> <li>• Kathryn Kavanagh was confirmed as the Tri-Chair of EDI Committee. Committee members have been considering how to further the work AFC is doing in the community. They also discussed adding physical and economic access.</li> <li>• The committee voted to reconfigure the committee's name to the IDEA Committee. They will be discussing language to amend their charter.</li> <li>• The recent topic of discussion was interpreting the harassment and discrimination policy. They would like to serve as an interim place for</li> </ul>	

		<p>mediation before issues escalate to an HR level. Training would be needed.</p> <ul style="list-style-type: none"> <li>• The EDI committee recently voted to approve Erica Thompson as their second community member.</li> </ul>	
12.		<ul style="list-style-type: none"> <li>• Abby Lazerow reported \$5736 was raised through Change for Good for White Oak Farms in July.</li> <li>• In August committee members met with Amber Ferguson and Anne-Marie from Rogue Food Unites, who proposed the Confederated Tribes of Siletz as the November Change for Good partner. The Tribes have a farm near Newport, OR that is part of their health clinic, and free to all in their community. The tribes will be working with Rogue Food Unites to learn how to preserve the produce on their farm, including free-dried protein meals. The committee approved this proposal.</li> <li>• The committee received over 40 Community Grants applications. The committee will be reviewing applications soon and selecting recipients in September.</li> <li>• The committee approved purchasing gift certificates from the Ashland Chamber of Commerce to thank the 30 Front-End employees for encouraging shoppers to round up for Change for Good. The Board was asked to approve this expenditure. The Board unanimously approved spending \$750 on gift certificates for the Front-End employees.</li> </ul>	
13.	<b>Action Items</b>	<ul style="list-style-type: none"> <li>• The Board unanimously approved funding \$750 to purchase \$25 gift certificates from the Chamber of Commerce for 30 Front-End employees to thank them for asking shoppers to round up at the register.</li> <li>• The Board agreed Joanna Wnorowski would apply for the second Board director position on the EDI/IDEA Committee.</li> </ul>	