



## Board Meeting Minutes

April 8, 2026  
(Approved)

**Directors attending:** Mark Gibbs, Evan Archerd, Elizabeth Walsh, Jen Gibbs, Bob Kaplan, Ernesto Soto, Kathryn Kavanagh, Joanna Wnorowski. **Also attending:** Barry Haynes, Interim GM, Abby Lazerow, Board Administrator.

Facilitator: Jen Gibbs                      Timekeeper: Joanna Wnorowski  
The meeting was called to order at 6:01 p.m.

Item	Agenda Topic	Notes
1	<b>Positive Affirmation</b>	<ul style="list-style-type: none"> <li>Mark Gibbs led the positive affirmation.</li> </ul>
2	<b>Land Acknowledgement</b>	<ul style="list-style-type: none"> <li>Elizabeth Walsh led the land acknowledgement.</li> </ul>
3	<b>Owners Forum</b>	<ul style="list-style-type: none"> <li>Owners Kelda Vath, James Pagliasotti, Jessica Sinacori, and John Mawhood attended the meeting. They are prospective Board candidates.</li> </ul>
4	<b>Agenda Review</b>	<ul style="list-style-type: none"> <li>Done.</li> </ul>
5	<b>Consent Agenda</b>	<p>The following Consent Agenda documents were unanimously approved:</p> <ul style="list-style-type: none"> <li>Board Meeting Minutes, March 11, 2026</li> <li>Executive Session Minutes, March 11, 2026</li> <li>Board Finance Report, February 2025</li> </ul>

6	<b>Announcements and Opportunities</b>	<ul style="list-style-type: none"> <li>● Kat Kavanagh said the Executive Director from the Rogue Valley Food Systems network has developed a food assessment and created a 5-year action plan. They are available to give a presentation during the May Board meeting.</li> <li>● Joanna Wnorowski said the Polish festival will be held at Pasqual Winery May 15.</li> </ul>
7	<b>GM Report</b>	<ul style="list-style-type: none"> <li>● Interim GM Barry Haynes reported sales for March were up 3.5 % over March 2025. RoCo sales were up 32% compared to 2025. YTD store sales are up 2%. The same trend is being seen across all retail and co-ops nationwide.</li> <li>● CoMetrics is a program through NCG that compares performance metrics to other co-ops nationwide. AFC's score was 64.9. Metrics include equity, solvency ratios, and sales growth.</li> <li>● Personnel expenses were 25% of total expenses.</li> <li>● Customer satisfaction scores are looking good now. Overall sales are down 2%, and scores for likelihood to recommend are down by 5% in the last period. Helpfulness of staff was up by 4%.</li> <li>● The average basket in February was \$1.79.</li> <li>● Barry will be at the NCG annual spring meeting for all GM's nationwide in two weeks.</li> <li>● AFCEA negotiations are continuing. There have been five meetings so far. It is hoped there could be a negotiated contract by September.</li> <li>● April promotions include 20% off Banyan Botanicals, 20% off the entire Prepared Foods hot bar for one week, 20% off Fry Farm plants, and 20% off the vast majority of Bulk Department products from April 24-26.</li> <li>● Pruning has been completed at Rolling Hills. Rolling Hills received organic certification under the Co-op. Freezing temperatures caused a little bit of damage, but it shouldn't impact the crop.</li> <li>● AFC has renewed membership with the Rogue Valley Growers Market.</li> <li>● Sustainability impact report. Chris Byrne, Sustainability Manager and Tracy Fisher are working on the Sustainability Impact report to be published by Earth Day.</li> <li>● The Board asked Barry if he could provide metrics for sales per hour.</li> </ul>
8	<b>GM Search Update</b>	<ul style="list-style-type: none"> <li>● Jen Gibbs reported 22 GM candidates have submitted applications to date. HR is pre-screening the applications. There are 4 internal candidates.</li> </ul>

		<ul style="list-style-type: none"> <li>• The Board recently signed a contract with a recruiting firm. The firm will be screening candidates and forwarding those who pass screening. The firm has 120 days from March 30 to fulfill their obligations.</li> <li>• If enough qualified candidates are forwarded, interviews will begin in May and June.</li> <li>• Interim GM Barry Haynes noted filling GM positions is challenging for co-ops across the country.</li> </ul>
9	<b>Board Treasurer's Report Patronage Dividend Distribution; Banking Resolutions</b>	<ul style="list-style-type: none"> <li>• February sales reached 2.8 million, a 2.1% increase over the same month last year.</li> <li>• Customer count increased to 2466 in February 2026, but customer counts continue to be about 10% below our pre-pandemic daily numbers.</li> <li>• The average basket weakened a bit \$39.80 which is -4.2% lower than last year and about 25% higher than February 2019.</li> <li>• Total labor costs were \$43,970 under budget through February but were \$60,224 higher than last year with about half coming from wage increases and the other half coming from higher insurance utilization.</li> <li>• There are currently 8639 active owners, with a net change of 5 owners. Owner sales comprised 79.1% of February sales, down from 80.3% in January.</li> <li>• Working capital is currently \$8 million, lower than previous year. This is due to markets, investments, and how much cash was used to cover negative income in January.</li> <li>• Operating Income was \$11,010 less than budgeted and \$31,737 lower than 2025. Current operating income is flat and the year may be tough economically.</li> <li>• The Treasurer discussed the 2025 Patronage Dividend distribution. The Finance Committee (FC) recommended distributing between 75% and 100%. The 2023 distribution was 80% and 100% in 2024. The FC recommended distributing between 75 and 100% this year.</li> <li>• The Co-op must distribute a minimum of 20%. It is very rare for co-ops to give 100%. Directors discussed the impact of several different percentage distributions.</li> <li>• AFC gives over \$1 million in discounts to our owners.</li> <li>• The Board unanimously approved a 100% patronage dividend distribution for 2025.</li> </ul>

		<ul style="list-style-type: none"> <li>● Mark Gibbs, Board President presented a Board resolution to change the signers on People's Bank accounts, removing the former GM and adding the Interim GM. Kelly McNamara will be a back-up signatory for RoCo.</li> <li>● Evan moved to change the signers on People's Bank accounts and Bob seconded the motion. The Board unanimously approved the signing change.</li> </ul>
10	<b>Meeting Break</b>	A 10 minute break was taken.
13	<b>AFC Gives Report</b>	<ul style="list-style-type: none"> <li>● Evan Archerd reported AFC had a good meeting on Monday selecting 15 finalists for AFC's Change for Good program. There were many good organizations and selection was difficult.</li> <li>● The Board agreed to accept the recommendation for Change for Good finalists.</li> <li>● \$7218.79 was raised at the register in March for Rogue Valley Farm to School.</li> <li>● There will be two owner-volunteer openings for AFC Gives in the summer.</li> </ul>
15	<b>Board Development Committee Update</b>	<ul style="list-style-type: none"> <li>● Elizabeth Walsh shared the rubric for selecting new Board directors.</li> <li>● The work of the Board Nominating committee was appreciated.</li> <li>● The BDC will discuss how to streamline Board work and make it more manageable.</li> <li>● The BDC will discuss best practices for committee foundations.</li> </ul>
16	<b>Annual Meeting Committee and Planning</b>	<ul style="list-style-type: none"> <li>● The 2026 Annual Meeting will take place at Resistance Winery. The annual meeting presentation will be streamlined, focusing on key accomplishments, the AFC mission, expansion and the GM search. There will also be ample Q &amp; A time.</li> <li>● There will also be a handout report.</li> <li>● Directors will participate in a dry run to make sure the flow is good.</li> <li>● Barry will do the GM update, including RoCo and Rolling Hills.</li> <li>● Directors will speak to the four quadrants (financial responsibility, strategic planning, community stewardship and organizational leadership) when discussing the work of their committees.</li> <li>● Beth will develop a draft outline for the annual meeting presentations; Joanna and Kat will help with the agenda planning. The written report will be drafted by members of the Board and staff, and Jen and Kat will facilitate the completion of the report. annual report. The Annual Meeting will be discussed again at the May Executive Committee meeting.</li> </ul>

17	<b>Action Items</b>	<ul style="list-style-type: none"><li>• The consent agenda was unanimously approved.</li><li>• The Board unanimously proposed and approved the 100% patronage dividend distribution</li><li>• The Board approved the forwarding of CFG organizations to owners.</li><li>• The Board approved changing the signers on AFC's People's Bank accounts.</li></ul>
18	<b>Meeting Evaluation</b>	<ul style="list-style-type: none"><li>• This was a good meeting.</li></ul>