



April 25, 2013 Astoria Co-op Board Meeting 7p.m.

Board Present: Merianne Myers, Matthew Stanley, Allie Evans, Tom Duncan, Beth La Fleur, Kelly Huckestein, Norma Hernandez

Guests: Libby Lawrence, Judith Stokes

Absent: Mark Albrecht (excused)

Public Comments: No public comments.

Merianne reminded the group about the upcoming Annual Meeting, May 5, 1–3 pm. There will be a kids table and activity area, tamales, salads, Matthew to do powerpoint presentation rather than paper copies of annual report.

Motion to approve March Board meeting minutes was made by Allie, seconded by Tom and approved.

Matthew reviewed what our membership to the NCGA means. New pricing “co-op deals” will start June 1, 2013, and we are now within a network of co-ops. We pay dues to get these benefits, but also get the benefits of things like the Development Cooperative (DC). The DC wants to piggy back on the work that the NCGA organizational capacity study is going to come up with this month. The organizational capacity study may come up with recommendations for the board, i.e. bigger co-ops are “systems based” and smaller co-ops tend to be “personality based”. The NCGI will want to sure we are at a place, board development-wise, to realistically be looking at transitions related to growth and inherent risks thereof.

Merianne added that we are governed by policy governance but act like consensus. We might want to take a look at this.

Tom added that we are policy governed because early on it was a micromanaging board. So it was written to get more separation between board and management. Less a club and more of a business. Now, we develop policy and the manager carries it out.

Merianne will email the policy governance information. Next was the WIC subject. Merianne would like to postpone voting on a direction on this until after the new board members come on, after the annual meeting. All agreed to table this issue.

Kelly talked with Evelyn of the First Alternative Co-op which did incorporate WIC items. She will email this information.

Matthew reviewed the April Managers Report. If we are not growing at the rate of inflation, our bottom line will drop. natural food market demand is booming for all grocers. Conventional grocers are “leaning in” and redefining terminologies, such as “local” and “natural”. Private chains are expanding with private equity and seeing growth opportunities. Response of co-ops can be to address it, or risk irrelevance.

Merianne iterated the need to tell our story in the community and repeatedly, and Zetty is really good at that. She mentioned the phrase she and Matthew heard in St Paul at the recent conference: If you don’t like change, you’ll like irrelevance even less.

Tom mentioned that today, people don’t really “get” the Co-op ownership benefit/structure. That ownership connection isn’t as hip these days.

Libby added that in a changing world, where so many people and families move around the country every few years, it’s not the main reason people join or shop at the co-op/co-ops in general. People shop here because it’s here.

Merianne agreed that ownership is not the reason people join the Co-op.

Matthew agreed that the idea of ownership does not resonate with shoppers. NCGA has found that trust is a part of it--We trust the co-op research and products.

Matthew moved on to hand out the information about Wheatsville, Austin, TX co-op expansion and visuals they used to garner membership and community support. Perhaps we could do something similar. It could be a powerful tool to represent the economical impacts of a co-op expansion.

Beth, Tom, Libby all agreed that information is excellent to get out in the public eye. The economic impact of the co-op even in present terms (how many ft/pt jobs, health benefits, dollars staying in the community, etc) should be presented to the area’s City and County commissions. Toot our own horn!

Merianne added that the NCGA has a “member survey” tool. Perhaps we can utilize this as/if growth and expansion become an imminent goal.

Libby asked what’s the difference between members and nonmembers buying the same items?

Matthew answered that, for one thing, we pay more taxes on nonmember sales, and that equity is important.

Libby asked if anyone can really convince her on why to be a member.

Matthew answered that that is the eternally challenging questions to effectively answer. There's not a real 1 reason fits all and conveying it in a short blurb during ringing up a customer is always a challenge.

Matthew discussed the need for a new POS. The current one runs on MS DOS and needs an upgrade. He's contacted the National Co-op Bank and they may be willing to lend to do the upgrade. Local banks are unable or hesitant based on not wanting food products and shelving as collateral. Developing a relationship with the Co-op Bank could be advantageous in the future. NCB did ask that we move our money market funds from Wauna to the NCB as part of a potential deal for a new POS loan (approx. \$30,000-\$40,000).

Motion to approve a purchase or lease for ECRS-Catapult POS system was made by Beth, seconded by Norma, approved.

Matthew discussed patronage dividends. our EBTID as been so small; patronage dividends is based on the EBTID number. 20% must go to dividends. To date, that number wouldn't cover postage for a dividend (20% of %2,500=\$500 to split amongst members). We will, on an annual basis during the month of March (or Feb/April), discuss as a specific point of interest, patronage dividends and feasibility thereof.

Merianne mentioned that May 22, 2013 is the next Board meeting date. Libby was asked if she is willing to serve on the Board. Libby answered yes; Allie moved to accept Libby on the Board, Norma seconded, and motion approved.

Meeting adjourned 9:15 pm.

Respectfully submitted,

Beth La Fleur