



Board Meeting Minutes

November 12, 2025

APPROVED

Directors attending: Mark Gibbs, Joanna Wnorowski, Jennifer Gibbs, Evan Archerd, Elizabeth Walsh, Ernesto Soto, Bob Kaplan and Kathryn Kavanagh. **Others attending:** Nick Hardee, General Manager; Abby Lazerow, Board Administrator.

Facilitator: Mark Gibbs **Timekeeper:** Kathryn Kavanagh The meeting was called to order at 6:14 p.m. by Mark Gibbs.

ITEM #	ITEM DESCRIPTION	DISCUSSION
1.	Land Acknowledgement	<ul style="list-style-type: none"> Jen Gibbs led the land acknowledgement.
2.	Positive Affirmation	<ul style="list-style-type: none"> Nick Hardee led the positive affirmation.
3.	Owners Forum	<ul style="list-style-type: none"> Devon Stacey said the Co-op has been a big part of his life; it is the heart of our town. He appreciated the intentions for giving a healthy living wage for employees. Andrew Blanchflower asked if the Board had softened its stance on not eliminating Israeli products at the store. He asked that AFC not turn a blind eye to Gaza. He did not believe boycotts were discriminatory. He asked the Board to consider not reading the land acknowledgement so as not to be hypocritical. Sara Huque, Tri-chair of the EDI, store Outreach Coordinator, and AFCEA representative, was concerned about the state of food insecurity in our community. Many AFC customers have lost their SNAP benefits. She would like to see AFC respond to this crisis with urgency. She also said land acknowledgements are great in theory, but AFC's decision to not boycott products from Israel doesn't land well with people with Middle Eastern descent.

		<ul style="list-style-type: none"> Sara also hoped the EDI Committee could be a hybrid committee with shared employee leadership. To involve only managers and board directors in this decision-making was being exclusive to people of color.
4.	Announcements and Opportunities	<ul style="list-style-type: none"> Kathryn Kavanagh announced there will be an event at the Co-op classroom called Breaking Bread on November 14 from 4-6 p.m. Joanna Wnorowski said Clan Dyken will be playing at the Jackson Wellsprings on November 13.
5.	Agenda Review	<ul style="list-style-type: none"> The agenda was reviewed by Mark Gibbs.
6.	Consent Agenda:	<ul style="list-style-type: none"> The following Consent agenda documents were approved: Board Meeting Minutes, 9-10-25 Board Finance Report, 8-25 Board Finance Report, 9-25
7.	GM Report	<ul style="list-style-type: none"> GM Nick Hardee reported October sales at RoCo were up 30%. Expenses were net-negative, due to unforeseen repair expenses. New wholesale accounts are expected to increase income, with the intention to grow 3-5% quarter to quarter. Bulk product and retail will go online by December. Growth will be based on how to utilize the roaster for business outside of RoCo. Food at RoCo is primarily from AFC; some sweets are from 4 & 20 Blackbirds. Nick shared a letter to the community about food insecurity. A new lease agreement with a new Rolling Hills property owner is being drafted. The peach program has been \$4000 positive over the two seasons, although the trees produced half of what it produced last year. AFC pays a farm manager a wage with benefits. To increase Rolling Hills margins, AFC can make juice, pies, salsa and other peach-based items. Bob Kaplan asked the GM for an update of the business plan and budget. Ernesto Soto noted farming operations require a 3-to-5-year analysis.

8.	AFC Gives Report; Funding Categories	<ul style="list-style-type: none"> • Evan Archerd reported the recent AFC Gives awards ceremony was very successful. • Evan asked for Board approval for three categories for Change for Good and Community Grants: 1) "Education, Arts and Culture; 2) Health and Basic needs, and 3) Environment. The separate EDI category was removed but will be kept in the rubric as an important lens to consider the organizations. The Board unanimously approved the motion. • \$6405 was raised for Change for Good raised in October for SART. • The committee would like to develop a plan for food emergencies.
9.	Board Development Committee (BDC) Report	<ul style="list-style-type: none"> • Elizabeth Walsh reported that the BDC is reviewing petitions to determine their validity and develop steps for action, with the goal of making the process better. The document will include definitions of thresholds, verifications, and proper issue. The document will be sent to the full Board for input by the end of November and then discussed at the December Executive Committee meeting. • Board charters are being reviewed to see where there could be overlap with activity, governance and AFCEA. Clarity is needed about roles, responsibility and accountability. The BDC met on Monday to propose an action that will impact all committees that include Board, Management and Operations. • A working group composed of the GM, Marketing and a Board director met to determine the structure of the EDI committee and how approvals are made. New EDI committee events will need to have GM and Marketing approval. The committee has been functioning outside of its scope without accountability, and currently it is necessary to have the working group composed of people who make decisions for the organization, as the current structure is violating some AFC governance laws. Once the structure is clear, then a charter can be written. • The group will also consider how the 8th principle appears with HR, Marketing, the Board, the committee, and community member roles. • Kathryn requested other committee leadership who had been part of the committee from its inception to be part of the working group. • Evan made a motion to approve the creation of the working group and to send out a survey to the current members of the EDI committee and to the Board directors. The Board unanimously approved the motion. • The GM stressed that the goal is to make sure processes and procedures are in place so that EDI has clarity with their role and budget.

10.	EDI Report	<ul style="list-style-type: none"> • Kathryn Kavanagh reported the Dia de los Muertes event was sold out and successful. The space was beautifully decorated and the programming was well-organized. • Community events coming up include MLK Day and Black history month. • Kathryn requested removing a sentence in the BDC minutes. The Board approved this proposal.
11.	Treasurer's Report	<ul style="list-style-type: none"> • Ernesto Soto reported sales were \$177,000 under budget but are trending up 4% over last year. Gross margins are strong. Produce sales are down \$60-\$70,000) due to a smaller 2025 peach crop. • The Board budget has been developed and was shared with the Board. The budget is being increased by \$20,000, primarily to account for Board discounts. The Board facilitator line item was removed. • The Finance Committee is interviewing candidates who have applied to be community members. • Last year sales growth was expected to be 5% but was only 4.7%. • The Board should budget for more directors attending CCMA in 2026. CCMA will be held in Tacoma, WA.
12.	Annual Meeting Review and Timing of 2026 Annual Meeting	<ul style="list-style-type: none"> • The Board discussed potential timing of the AFC annual meeting. It could be beneficial to hold the event right after the elections. • More people attended this annual meeting than last year. Holding the event on a weekend is good. • A dress rehearsal is needed to ensure technology is functioning and for directors and managers to be clear about their presentations. • The Board should face the owners, rather than sitting with their backs to them. • The Board agreed to move the Annual Meeting to a weekend in June.
13.	Action Items	<ul style="list-style-type: none"> • The Board approved three categories for Change for Good and Community Grants. 1) "Education, Arts and Culture; 2) Health and Basic needs, and 3) Environment. • Evan made a motion to approve the creation of the working group and to send a survey to the current members of the EDI committee and to the Board directors. The motion was approved. • The Board agreed to remove a sentence from the October BDC minutes. • The Board approved moving the annual meeting to a Saturday or Sunday in June (June 6 or 7, 2026.)

		<ul style="list-style-type: none">• The Board will read the BDC proposal and the Board budget.
		<ul style="list-style-type: none">• Minutes were prepared by Abby Lazerow, Board Administrator.