

Present: Pres. Jim Sims, Vice Pres. Kellie Hill, Sec. Debi Boen, Treas. Kristi Schoenbachler, Fran Batzer, Johnathan Hillis

Absent: Patty Casebolt

Staff Present: GM Anne Carter, Caleb Landis

REPORTS

The May Medford Food Co-op Board of Directors (**MFC BOD**) meeting was called to order at 5:30 p.m. on 05/15/17.

Minutes of the 04/17/17 **MFC BOD** meeting were submitted; **Kellie Hill** moved to accept the minutes as submitted. **Kristi Schoenbachler** seconded the motion, which passed.

Financial reports submitted included Profit & Loss (Feb.-Apr. 2017), the Jan.-Apr. 2017 Budget vs. Actuals, and the Apr. 30, 2017 Balance Sheet. Apr. sales were at \$413K, 99.9% of budget and a 7.4% increase over Apr., 2016. Operating expenses were at \$118K, or 89% of budget. Net operating income for Apr. was \$12K, 172% of budget. After discussion, **Treasurer Kristi Schoenbachler** moved that the minimum 2016 patronage dividend distributed by **MFC** will be \$2.00. **Kellie Hill** seconded the motion, which passed. **Kellie Hill** moved that the financial committee, which has been meeting monthly, move to quarterly meetings. The motion was seconded by **Fran Batzer**, and passed. **Johnathan Hillis** moved that the Committee Charter in the Policy Register be updated to reflect the new meeting schedule, as well as new membership configuration (remove **Barry Robino**, replace **Kellie Hill** with **Douglas Hill**). The motion was seconded by **Kristi Schoenbachler**, and passed.

There were no "Owners' Forum" issues or President's Report this month.

MFC BOD members were reminded of the annual "Founders Breakfast" tomorrow (May 16), at which **Pres. Jim Sims** will receive the William V. Deatherage Pro Bono Award.

GM Carter submitted and presented her written report, with updates in the areas of finance, ownership, public events and significant operational and staff changes. **MFC** added 112 new owners in April, and there was 1 owner share redemption. Additional updates:

Deli update:

- Construction schedule projects 8/17/17 as finish date. Daily work on site. Cafe manager position to be posted next week at Worksource Oregon, craigslist and **MFC** website. Improvement to back lot access expected to be done in next 2 weeks.

Public Events affecting Perception of Co-op in Community

- 4/17 - Leightman Maxe Foundation Great Start Eat Smart semi-annual meeting. We catered the lunch and Halle attended.
- 4/18-19 - Anne attended the Oregon Community Food System Network Convening representing the RV Food System Network and **MFC**.
- 4/20 - **NCG** Western Corridor new staff, Tony and Ken, visited and offered assistance with setting up cafe.
- 4/22 - **MFC** was involved in two Earth Day events: RV Earth Day in Ashland (Anne and Fran) and Bear Creek Clean-Up. We're a key part of the organization of the clean-up and sent three staff to facilitate a registration point. Staff prefers the clean-up as a more useful Earth Day event.
- 4/26-27 - **NCG** Spring Meeting. Theme was, "Let's Work Together to Have More Impact" on five key areas: local, community, health and nutrition, great food, and healthy planet. **MFC** received a sustainability award. Anne presented our cafe project to Western Corridor GMs.
- 4/29 - People's Climate March in Medford. Halle and Caleb marched with **MFC** banner.
- 5/7 - Anne was at the RVFSN booth at the Garden Fair. Halle was at the Medford Parks and Rec Fest in Hawthorne Park.
- 5/10 - Fran and Anne attended Central Point Rotary meeting. Anne gave presentation on the impact of RV Co-ops & particularly **MFC's** success.

- 5/12 - Anne attended Women’s Leadership Conference in Ashland.
- 5/13 - **MFC** is a sponsor of the Tough As Nails race at Roxy Ann and four staff members are competing.
- **Significant Operational Changes, Staff Changes**
- Nothing new to report this month.

GM MONITORING REPORT

The May GM Monitoring Reports concerned Policy B1 (Financial Condition and Activities). **GM Carter** submitted reports detailing interpretation, operational definitions, and supporting data. Although **GM Carter** remains unable to report compliance with Policy B1, she is on-track with a Board-approved 3-year plan to accomplish compliance (a Year 1 audit assessment was completed; a Year 2 review has been scheduled, and a full audit is projected for Year 3 [2017]). Current financial reports were included with the Monitoring Report; **Treasurer Kristi Schoenbachler** explained the report formats in detail. **GM Carter** responded to questions from the Directors, providing additional detail. Directors agreed to assign a “Low” severity indicator to non-compliance with this policy.

OLD BUSINESS

Annual Meeting Committee reports that plans for this year’s May 21 event are proceeding on schedule. The business meeting/election will occur preceding the “Good Food Festival”, which should attract the participation of non-members as well as member-owners.

The Nominating Committee submitted its 2017 ballot to Anne; it was e-mailed to member-owners, and is also available at the store.

POLICY REVIEW

Tabled.

NEW BUSINESS

No new business at May meeting.

ADJOURNMENT

Johnathan Hillis moved to adjourn the meeting at 7:31 p.m.; **Kellie Hill** seconded the motion, which passed. The next regular **MFC BOD** meeting is scheduled for Mon., June 19, at 5:30 p.m. at the law offices of **Pres. Jim Sims** (225 W. Main, Medford). Owners are welcomed and encouraged to attend. Please see below for an Action List and a Motion Synopsis.

Respectfully Submitted,

Debi Boen

Debi Boen

ACTION LIST, MAY 2017		
TARGET DATE	ACTION	RESPONSIBLE PARTY
ASAP	write & distribute minutes (reg. & AM); begin June agenda; update tracking spreadsheets; update MFC binder; update register; create policy reviews	Debi

06-19-17	Scheduled monitoring report B6; grievance policy draft due	Anne
06-17-17	Todd Wallace Workshop	All Directors

MOTION LIST 5-15-17			
MOTION	1st	2nd	PASS/FAIL
Approve 4-17-17 reg. minutes as sub.	Kellie Hill	Kristi Schoenbachler	Pass
Min. 2016 dividend \$2.00	Kristi Schoenbachler	Kellie Hill	Pass
Financial Comm. to meet quarterly	Kellie Hill	Fran Batzer	Pass
Update Policy Register Comm. Charter	Johnathan Hillis	Kristi Schoenbachler	Pass
Adjourn	Johnathan Hillis	Kellie Hill	Pass