

## Medford Food Co-op Board of Directors      September 18, 2017

**Present:** Pres. Jim Sims, Vice Pres. Kellie Hill, Sec. Debi Boen, Fran Batzer, Patty Casebolt, Robin Simpson

**Absent:** Treas. Kristi Schoenbachler

**Staff Present:** GM Anne Carter

### REPORTS

The September Medford Food Co-op Board of Directors (**MFC BOD**) meeting was called to order at 5:30 p.m. on 09/18/17.

Minutes of the 08/21/17 **MFC BOD** regular meeting were submitted; **Kellie Hill** moved to accept the minutes as submitted. **Robin Simpson** seconded the motion, which passed. Minutes of the 08/21/17 executive session were also submitted. **Robin Simpson** moved to accept the executive session minutes as submitted; **Fran Batzer** seconded the motion, which passed.

Financial reports submitted included Profit & Loss (June-August 2017), the Jan.-August 2017 Budget vs. Actuals, and the August 31, 2017 Balance Sheet. August sales were at \$403K, 101% of budget and a 6.6% increase over August, 2016. Operating expenses were at \$114K, or 104% of budget. Net operating income for August was \$21K, 81% of budget. **GM Carter** noted two contributing factors to this net income shortfall are slightly high cost of goods and expenses; cost of goods are estimated in July and August, and **GM Carter** expects the 9/30 inventory to be close to budget. **GM Carter** also noted that each month, we are paying for the work that was completed that month on the café project.

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

**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 20 new owners in August, and there were no owner share redemptions. Additional updates:

#### Deli update:

- Problem getting city approval on roof ventilation. Lost a week of work while this was getting resolved. This pushes the opening into early October.
- We have filled the Lead Production Cook position and are interviewing to fill the remaining cafe assistant positions.
- Finalizing equipment, furniture and small wares purchases.
- Creating a menu, gathering recipes, identifying ingredient sources.
- Grand Opening Celebration will be Wed, Oct 18. Plans include give-aways and samples throughout the day. If further unanticipated delays require a change of date for the opening celebration, that will be announced via Facebook.

#### Update on Patronage Dividend Process:

- Announcement e-mailed to eligible owners on 9/8/17. Physical mailing will be sent to about 130 eligible owners for whom we don't have an e-mail address. Everyday owners tell us that they appreciate the dividend!

#### Public Events affecting Perception of Co-op in Community

- Pretty minimal this month, but Halle and Anne attended the Rogue Valley Food System Network event last week. Interesting presentation on the Blue Zones Community Project in Grants Pass.

#### Significant Operational Changes

- Nothing to report.

### GM MONITORING REPORT

The September GM Monitoring Reports concerned Policy B3 (Asset Protection). **GM Carter** submitted reports detailing interpretation, operational definitions, and supporting data. **GM Carter** was not able to report compliance with sub-policy #8. When Marketing Manager Halle Riddlebarger attended a Marketing Matters

conference in June, she learned that it is now recommended that the store create a relationship with a local PR firm (in order to best address any future issues). **MFC** plans to proceed with identifying a PR firm to work with in 2018. Directors assigned a “Low” severity indicator to this area of non-compliance. **GM Carter** also responded to Director questions regarding IT security.

In an update of Policy B6 (Staff Treatment), **GM Carter** noted that the Grievance Policy is now written, but not yet reviewed by staff. She plans to schedule a committee and management team review in September. Directors requested another update on Policy B6 at the October **MFC BOD** meeting.

### **OLD BUSINESS**

After final discussion of the board budget (submitted at the July meeting), **Robin Simpson** moved to approve the board budget as submitted. **Fran Batzer** seconded the motion, which passed.

Directors agreed that the next Board Social should take place at the new **MFC** Café. The social will be scheduled after the opening.

Directors were reminded of the upcoming training opportunity in Hood River (Oct. 7). This training (“Co-op Café”) is open to staff, also.

**GM Carter** clarified store exit options. Shoppers may now exit toward the rear of the store (as well as the original Riverside Ave. exit); the new exit empties into the WinCo parking lot.

### **POLICY REVIEW**

Consult the table below for monthly policy review.

<b>2016-2017 POLICY REVIEW</b>				
<b>POLICY</b>	<b>1<sup>ST</sup> REVIEW</b>	<b>NOTES</b>	<b>2<sup>ND</sup> REVIEW</b>	<b>NOTES</b>
<b>B4</b>	<b>3/20/17</b>	<b>Add colon to #2</b>	<b>4/17/17</b>	<b>KH/JH motion; passed</b>
D Global	3/20/17	Ok as-is		
D1	3/20/17	Ok as-is		
B5	4/17/17	Ok as-is		
D2	4/17/17	Ok as-is		
D3	4/17/17	Ok as-is		
<b>C Global</b>	<b>*6/19/17</b>	<b>Change as recc, by CDS</b>		<b>KH/RS motion; passed</b>
<b>C1</b>	<b>*6/19/17</b>	<b>Change as recc, by CDS</b>		<b>KS/PC motion; passed</b>
<b>C2</b>	<b>*6/19/17</b>	<b>Change as recc, by CDS</b>		<b>RS/KS motion; passed</b>
<b>B6</b>	<b>6/19/17</b>	<b>Reword 1(b); elim. 1(b)1</b>		<b>PC/KH motion; passed</b>
B9	7/17/17	Ok as is		
D4	7/17/17	Ok as is		
<b>C3</b>	<b>8/21/17</b>	<b>Change as recc. by CDS</b>		<b>RS/KS motion; passed</b>
<b>C4</b>	<b>8/21/17</b>	<b>Change as recc. by CDS</b>		<b>KH/RS motion; passed</b>
<b>C5</b>	<b>8/21/17</b>	<b>Change as disc. @ mtg.</b>		<b>KH/RS motion; passed</b>
B3	9/18/17	Ok as is		
C6	10/16/17			
C7	10/16/17			
B7	11/20/17			
B2	12/18/17			
B Global	1/15/18			
B8	1/15/18			
C8	1/15/18			

A Global	2/19/18			
B1	2/19/18			
B2	2/19/18			

## **ADJOURNMENT**

The Board entered Executive Session at 6:29 p.m.; executive session concluded at 6:51 p.m. At 6:55 p.m., **Robin Simpson** moved to adjourn the meeting; **Patty Casebolt** seconded the motion, which passed. The next regular **MFC BOD** meeting is scheduled for Mon., October 16, 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

<b>MOTION LIST 9-18-17</b>			
<b>MOTION</b>	<b>1<sup>st</sup></b>	<b>2<sup>nd</sup></b>	<b>PASS/FAIL</b>
Approve 8/21/17 reg. minutes as submitted	Kellie Hill	Robin Simpson	Pass
Approve 8/21/17 ES minutes as submitted	Robin Simpson	Fran Batzer	Pass
Approve Board Budget as submitted	Robin Simpson	Fran Batzer	Pass
Adjourn	Robin Simpson	Patty Casebolt	Pass

<b>ACTION LIST, SEPTEMBER 2017</b>		
<b>TARGET DATE</b>	<b>ACTION</b>	<b>RESPONSIBLE PARTY</b>
ASAP	write & distribute reg. & ES minutes; begin Oct. agenda; update tracking spreadsheets; create policy reviews	Debi
10/16/17	Exec Session re timeline, recruitment	Full Board + Anne
10/16/17	Scheduled monitoring report B1	Anne
10/16/17	Scheduled policy update B6	Anne
November (date TBA)	Café opening, Board Social	All
10/09/17	Quarterly Meeting	Financial Comm.
10/16/17	Executive Session Assignment	Anne