

Medford Food Co-op Board of Directors October 16, 2017

Present: Pres. Jim Sims, Treas. Kristi Schoenbachler, Sec. Debi Boen, Patty Casebolt, Robin Simpson

Absent: Vice Pres. Kellie Hill, Fran Batzer

Staff Present: GM Anne Carter

REPORTS

The October Medford Food Co-op Board of Directors (**MFC BOD**) meeting was called to order at 5:30 p.m. on 10/16/17.

Minutes of the 09/18/17 **MFC BOD** regular meeting were submitted; **Robin Simpson** moved to accept the minutes as submitted. **Patty Casebolt** seconded the motion, which passed. Minutes of the 09/18/17 executive session were also submitted. **Robin Simpson** moved to accept the executive session minutes as submitted; **Patty Casebolt** seconded the motion, which passed.

Financial reports submitted included Profit & Loss (July-September 2017), the Jan.-September 2017 Budget vs. Actuals, and the September 30, 2017 Balance Sheet. September sales were at \$379K, 97.8% of budget and a 5.8% increase over September, 2016. Operating expenses were at \$112K, or 79% of budget. Net operating income for September was \$39K, over 6 times the budget. **GM Carter** noted two contributing factors to this net income bonanza are high gross profit and low expenses. **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 19 new owners in September, and there were no owner share redemptions. Additional updates:

Deli update:

- Revised construction schedule began 9/20. Things are on track to complete construction and equipment installation by week of 10/23.
- We will open the Café as soon as possible, but have found it impractical to schedule a Grand Opening celebration as a mid-November Grand Opening would be too close to Thanksgiving. Instead of the Grand Opening, we’re planning a New Year, New You celebration on January 5th to promote the Café’s healthy food options after the holidays.
- We have already started to promote the Café and will increase promotions after opening. Rogue Valley Messenger and Sneak Preview planning to do articles in Nov. Mail Tribune article in 10/10 issue.

Update on Patronage Dividend Process:

- As of 10/9, we’ve paid out \$23,270 in store credit, \$1,677 in checks, and there is \$13,976 remaining to be claimed.

Public Events affecting Perception of Co-op in Community

- 9/23 Bear Creek Stewardship Clean-Up: 87 volunteers; 4,400 lbs. of trash; 7 check in locations; covered 6.5 miles, from Central Point-Medford-Phoenix-Talent!
- 9/30 Medford Multicultural Fair - We had information about the co-op, bean bag toss, and gave away 200 samples of a couscous salad that will be on the Café menu.
- 10/1 October owner drive initiated and sent out 1,700 Owner Referral postcards.
- 10/7 Jim, Fran and Anne attended Co-op Cafe in Hood River. Theme: “Measure, Move, and Tell the Story.” Discussion in the areas of trust, responsibility, and transparency.

Significant Operational Changes

- Nothing to report.

GM MONITORING REPORT

The October GM Monitoring Reports concerned Policy B1 (Financial Condition). **GM Carter** submitted reports detailing interpretation, operational definitions, and supporting data. **GM Carter** was not able to report compliance with sub-policy #10; a third quarter W-2 filing was incomplete. The filing has now been completed, and **GM Carter** has requested a waiver of the penalty. She will further update the Board as to the status of the penalty when she next reports on B1 (2/19/18). Directors assigned a “Low” severity indicator to this area of non-compliance.

In an update of Policy B6 (Staff Treatment), **GM Carter** noted that the Grievance Policy is now written, but not yet reviewed by staff (draft provided to Board). Directors requested another update on Policy B6 at the November **MFC BOD** meeting. Directors also asked for clarification regarding policy if an employee’s grievance is with the **GM**.

OLD BUSINESS

Directors are reminded that there will be **MFC BOD** vacancies in 2018, and nominating issues need to be considered a priority.

POLICY REVIEW

Consult the table below for monthly policy review.

2016-2017 POLICY REVIEW				
POLICY	1ST REVIEW	NOTES	2ND REVIEW	NOTES
B4	3/20/17	Add colon to #2	4/17/17	KH/JH motion; passed
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		
C Global	*6/19/17	Change as recc. by CDS		KH/RS motion; passed
C1	*6/19/17	Change as recc. by CDS		KS/PC motion; passed
C2	*6/19/17	Change as recc. by CDS		RS/KS motion; passed
B6	6/19/17	Reword 1(b); elim. 1(b)1		PC/KH motion; passed
B9	7/17/17	Ok as is		
D4	7/17/17	Ok as is		
C3	8/21/17	Change as recc. by CDS		RS/KS motion; passed
C4	8/21/17	Change as recc. by CDS		KH/RS motion; passed
C5	8/21/17	Change as disc. @ mtg.		KH/RS motion; passed
B3	9/18/17	Ok as is		
C6	10/16/17	Ok as-is		
C7	10/16/17	Ok as-is		
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

At 6:36 p.m., **Kristi Schoenbachler** moved to adjourn the meeting; **Robin Simpson** seconded the motion, which passed. The next regular **MFC BOD** meeting is scheduled for Mon., November 20, 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

MOTION LIST 10-16-17			
MOTION	1st	2nd	PASS/FAIL
Approve 9/18/17 reg. minutes as submitted	Robin Simpson	Patty Casebolt	Pass
Approve 9/18/17 ES minutes as submitted	Robin Simpson	Patty Casebolt	Pass
Adjourn	Kristi S.	Robin Simpson	Pass

ACTION LIST, OCTOBER 2017		
TARGET DATE	ACTION	RESPONSIBLE PARTY
ASAP	write & distribute minutes; begin Nov. agenda; update tracking spreadsheets; create policy reviews	Debi
11/20/17	Scheduled monitoring report B7	Anne
11/20/17	Scheduled policy update B6	Anne
November (date TBA)	Café opening, Board Social	All
11/20/17	Assign Newsletter Task	All
ASAP	Executive Session Assignment from Sept.	Anne