

Present: Pres. Jim Sims, Vice Pres. Kellie Hill, Sec. Debi Boen, Patty Casebolt, Kristi Schoenbachler

Absent: Fran Batzer

Staff Present: GM Anne Carter

REPORTS

The September Medford Food Co-op Board of Directors (**MFC BOD**) meeting was called to order at 6:00 p.m. on 09-19-16.

Minutes of the 08-22-16 **MFC BOD** meeting were submitted; **Patty Casebolt** moved to accept the minutes as submitted. **Kellie Hill** seconded the motion, which passed.

Minutes of a special 09-06-16 **MFC BOD** meeting were submitted; **Kristi Schoenbachler** moved to accept the minutes as submitted. **Patty Casebolt** seconded the motion, which passed.

Financial reports submitted included Profit & Loss (June-August 2016), the Jan.-August 2016 Budget vs. Actuals, and the August 31, 2016 Balance Sheet. August sales were at \$379K, 104.5% of budget and a 10.5% increase over August, 2015. Expenses were at \$105K, or 101% of budget. Net operating income for August was \$17k, 107% of budget.

There was no President's Report or Owner's Forum at the August meeting.

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 13 new owners in August, and there were no owner share redemptions. A signed proposal has been sent to **J.B. Steel** re the deli/café expansion; next steps in this project include finalizing equipment acquisition, submitting an expansion and financing report to **NCG** (National Cooperative Grocers) Corridor Advisor, creating a timeline, and completing a plan review and submitting to the **ODA** (Oregon Department of Agriculture). A routine **ODA** Food Safety Inspection took place on 08/26/2016; no violations were noted. Upcoming public events **MFC** will be participating in:

- Thrive's Eat Local Celebration 9/9-9/25. We have 14 local vendors doing tastings during that period. **MFC** organized the Salsa Competition at the Salsa Festival on Sat., 9/17 at The Commons.
- Bear Creek Stewardship Day is Sat., 9/24, 9-12 along the Greenway.
- 5th Anniversary Celebration, Sat., 10/8, 2:00-5:00 p.m. at the store. There will be music (featuring "Blades of Grass"), vendor food samples, games, and a raffle.

GM MONITORING REPORT

The September GM Monitoring Reports concerned Policy B3 (Asset Protection). **GM Carter** submitted reports detailing interpretation, operational definitions, and supporting data, and was able to report compliance with this policy. **GM Carter** responded to questions from the Directors, providing additional detail.

OLD BUSINESS

Directors discussed the concept of the "Board Social", comparing a recent in-store general membership board outreach to by-invitation socials that have been held offsite. Consensus was that both methods of board-to-membership outreach have been beneficial, and that both should continue for the foreseeable future. After the October anniversary celebration, the next quarterly social will be planned during the first quarter of 2017.

GM Carter reported back concerning a question that was asked at the special 09-06-16 café expansion meeting. Q: In the event that at some time in the future the **Medford Food Co-op** decides to change location, how much of the equipment currently in use goes with us (considering that we now occupy leased space)? A: Any equipment that can be moved without damaging the building is ours to take in the event that we move. In a related matter, **Carter** is still in the process of determining who is responsible for certain maintenance/upkeep issues at the current location (i.e, roof repair).

POLICY REVIEW

Consult the table below for monthly policy review.

2016-2017 POLICY REVIEW				
POLICY	1ST REVIEW	NOTES	2ND REVIEW	NOTES
A	8/15/16	Ok as-is	n/a	n/a
B1	8/15/16	Ok as-is	n/a	n/a
B3	9/19/16	OK as-is	n/a	n/a
B6	6/20/16	reconsider @ July mtg; check emp. Handbook for grievance policy	7/18/16	Policy ok as written; <u>adjust store handbook as needed by 12/19/16 (motion Kellie Hill, 2nd Patty Casebolt; Pass)</u>
B9	7/18/16	Ok as-is	n/a	n/a
C Global	6/20/16	Ok as-is	n/a	n/a
C1	6/20/16	ok; add reference to vision statement when approved	8/22/16	<u>Approved as sub w/continual page updates (motion Patty Casebolt, 2nd Kellie Hill; Pass)</u>
C2	7/18/16	Delete highlights, extraneous notes	8/22/16	No vote required
C3	8/15/16	Ok as-is	n/a	n/a
C4	9/19/16	Ok as-is	n/a	n/a

NEW BUSINESS

Directors agreed to change the Policy Register Committee Charter of the Nominating Committee. **Kellie Hill** moved that “members of the Nominating Committee” be changed to read as “two or more board members”; **Kristi Schoenbachler** seconded the motion, which passed. At this time, **Patty Casebolt** and **Fran Batzer** will function as the Nominating Committee; their task is to schedule a recruitment timeline (working backwards from the annual meeting).

Kristi Schoenbachler made a motion that the time of the monthly **MFC BOD** meeting be moved to 5:30 p.m. on the 3rd Monday of the month. **Patty Casebolt** seconded the motion, which passed.

GM Carter shared a market study bid submitted by D. Saussuna. No action was taken at this time as **Carter** anticipates receiving at least one more bid.

ADJOURNMENT

Patty Casebolt moved to adjourn the meeting at 7:15 p.m.; **Kristi Schoenbachler** seconded the motion, which passed. The next regular **MFC BOD** meeting is scheduled for Mon., Oct. 17, at 5:30 p.m. at the law offices of **Pres. Jim Sims** (225 W. Main, Medford). Members-owners, staff, and the public are welcomed and encouraged to attend both meetings; snacks available. The Finance Committee will meet before the Oct. 17 full Board meeting. Please see below for an Action List and a Motion Synopsis

Respectfully Submitted,

Debi Boen

Debi Boen

ACTION LIST, SEPT. 2016		
TARGET DATE	ACTION	RESPONSIBLE PARTY
ASAP	write & distribute minutes; begin Oct. agenda; update tracking spreadsheets; update MFC binder; update register, create ratification docs	Debi
ASAP	Begin nominating/recruitment timeline project	Patty, Anne
10-08-16, 2-5 p.m.	Anniversary Celebration!	All
10-17-16	Scheduled monitoring reports B1 Financial Condition	Anne
10-17-16	Policy update (past schedule), B4(2b) Memberships Rights, Responsibilities	Anne
12-19-16	Rework employee handbook, grievance policy	Anne
Prior to 10-17-16	Meet to discuss financials	Anne, Kristi

MOTION LIST 09-19-16			
MOTION	1st	2nd	PASS/FAIL
Approve 08-22-16 minutes as submitted	Patty Casebolt	Kristi Schoenbachler	Pass
Approve 09-06-16 minutes as submitted	Kristi Schoenbachler	Patty Casebolt	Pass
Change Nom. Comm. Charter, PRegister	Kellie Hill	Kristi Schoenbachler	Pass
Change MFC BOD meeting time to 5:30	Kristi Schoenbachler	Patty Casebolt	Pass
Amend July motion to add entire Policy Register to website; motion amended to add only Intro to PG article	Jim Sims	Fran Batzer	Pass
Adjourn	Patty Casebolt	Kristi Schoenbachler	Pass