

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

Absent: Patty Casebolt

Staff Present: GM Anne Carter

REPORTS

The May Medford Food Co-op Board of Directors (**MFC BOD**) meeting was called to order at 6:00 p.m. on 05-16-16.

Minutes of the 04-19-16 **MFC BOD** meeting were submitted; **Fran Batzer** moved to accept the minutes as submitted. **Kellie Hill** seconded the motion, which passed.

Financial reports submitted included Profit & Loss (Feb.-April 2016), the Jan.-April 2016 Budget vs. Actuals, and the April 30, 2016 Balance Sheet. April sales were at \$385K, 102% of budget and an 8.2% increase over April, 2015. Expenses were at \$103K, or 99% of budget. Net operating income for April was \$21k, 102% of budget.

There was no President's Report or Owner's Forum at the May 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 77 new owners in April (surpassing the goal of 75 for the April Owner Drive), and there were no share redemptions. Deli planning and development continues with Gary Caperna and Rod Manning. Batzer Construction is currently working on cost estimates. Three individuals are running for the four seats available on the **MFC BOD**. Those three persons will be voted upon at the May 22 Annual Meeting. **MFC's** recent participation in public events included the April 20 Healthy Snacks presentation at Orchard Hill Elementary; the April 23 two Earth Day events; and the April 30 Medford Parks & Rec. Arbor Day event, at which **MFC** had an informational table. There are three new staff members at the store. After a recent suspension of **MFC's** ability to accept Oregon Trail SNAP cards (due to clerical error), that ability was reinstated as of May 13. In an update of Policy B6, **Carter** also noted that there is now a job description for each job at the Co-op.

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** was still unable to report compliance with Policy B1, she is on-track with a Board-approved plan to accomplish compliance (a Year 1 audit assessment was completed; a review is slated for 2016, with a full audit during 2017). Directors agreed to assign "Low" severity indicators to both policies.

OLD BUSINESS

Directors discussed the terms of existing and future **MFC BOD** members. **Kellie Hill** is running for a 1-yr. seat (expires 2017). Also expiring in 2017 is the currently vacant seat. Current Directors **Debi Boen**, **Fran Batzer**, and **Patty Casebolt** hold seats that expire in 2018. **Jim Sims** and **Kristi Schoenbachler** are running for 3-yr. seats (expire 2019).

The May 14 **Todd Wallace/MFC BOD** workshop was an excellent day that illustrated the Directors' alignment with each other, as well as with the management of **MFC**. Directors benefitted from and appreciated the involvement of the CORE staff in this workshop.

ANNUAL BOARD BUSINESS

Directors recently completed a survey concerning Policy Governance register "C" and "D" policies; survey answers were discussed, with the following recommendations made:

- Add Policy Register policy consideration to each agenda. Consider “A” and “B” policies in accordance with the GM’s monitoring schedule. Consider one “C”/”D” policy at each meeting (there are eight “C” policies and four “D” policies, so one policy can be considered at each monthly meeting).
- Add “in accordance with Section 4.4 of the Bylaws” to C5, #5
- More in-depth financial information will be made available at the Board meetings (in addition to the monthly Financial Committee meetings). **Treasurer Kristi Schoenbachler** and **GM Anne Carter** will meet to discuss current written report formats and dissemination of information.
- D4, General Manager Evaluation Protocol. Add to #6, “to be presented at the March meeting”. Eliminate final sentence from #8 (“At this meeting, the GM will also present his or her prepared annual report (self-evaluation).”)

NEW BUSINESS

There was no new business discussed at the April meeting.

EXECUTIVE SESSION

MFC BOD moved into Executive Session at 7:56 p.m.

ADJOURNMENT

Kellie Hill moved to adjourn the meeting at 8:03 p.m.; **Kristi Schoenbachler** seconded the motion, which passed. The next regular **MFC BOD** meeting is scheduled for Mon., June 20, at 6:00 p.m. at the Medford branch of the Jackson County Public Library (205 S. Central, Medford). Members-owners, staff, and the public are welcomed and encouraged to attend; snacks available. The Finance Committee will meet before the June 20 full Board meeting.

Please see below for an Action List and a Motion Synopsis.

Respectfully Submitted,

Debi Boen

Debi Boen

ACTION LIST		
TARGET DATE	ACTION	RESPONSIBLE PARTY
ASAP	write & distribute minutes; begin June agenda; update tracking spreadsheets; update MFC binder; update register,	Debi
05-22-16	Annual Meeting	All
06-20-15	Scheduled monitoring report B6, Staff Treatment & Compensation	Anne
06-20-16	Scheduled monitoring report update; B5, Treatment of Consumers	All
Prior to 06-20-16	Meet to discuss financials	Anne, Kristi

MOTION LIST 05-16-16			
MOTION	1st	2nd	PASS/FAIL
Approve 04-19-16 minutes as submitted	Fran Batzer	Kellie Hill	Pass
Adjourn	Kellie Hill	Kristi Schoenbachler	Pass

P