

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

Guest Present: Johnathan Hillis

Staff Present: GM Anne Carter

REPORTS

The December Medford Food Co-op Board of Directors (***MFC BOD***) meeting was called to order at 5:30 p.m. on 12-19-16.

Minutes of the 11-28-16 ***MFC BOD*** meeting were submitted; ***Kristi Schoenbachler*** moved to accept the minutes as submitted. ***Fran Batzer*** seconded the motion, which passed.

Financial reports submitted included Profit & Loss (Sept.-Nov. 2016), the Jan.-Nov. 2016 Budget vs. Actuals, and the Nov. 30, 2016 Balance Sheet. Nov. sales were at \$393K, 91.6% of budget and a 7.5% increase over Nov., 2015. Operating expenses were at \$110K, or 98.9% of budget. Net operating income for Nov. was \$16k, or 57% of budget. ***MFC's*** Joint Liability Fund deposit has increased by \$8,900.00 (to be paid in six monthly installments). ***Treasurer Kristi Schoenbachler*** noted that the café budget was discussed at length at the financial meeting.

During the Owners' Forum section of the ***MFC BOD*** meeting, website issues and store friendliness were discussed. ***GM Carter*** addressed current website issues (using "work-arounds" while waiting to establish new working relationship with website guru). She also noted that re-training of store personnel (and initial training of newly hired personnel) will occur as necessary to address how each shopper should be greeted and welcomed to the store.

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 Nov., and there were 2 owner share redemptions. Additional updates:

Deli update:

- Plans were submitted to the city last week.
- Waiting for estimate on back lot improvements.
- Developing name & logo.

Public Events affecting Perception of Co-op in Community

- Rogue Valley Food System Network strategic planning meeting for 2017

Significant Operational Changes

- Recently hired 2 new staff: cashier and produce assistant/cashier.
- Awning over entrance cleaned & new logo attached.

GM MONITORING REPORT

The Dec. GM Monitoring Reports concerned Policy B2 Business Planning and Financial Budgeting). ***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.

Policy B6 (Staff) update was also provided. ***GM Carter*** has identified an ***NCG*** contact to discuss ***MFC's*** grievance policy with. The Board requests a further update on this matter at the 02/2017 meeting.

OLD BUSINESS

GM Carter is still confirming details with Reager Street regarding the back lot parking proposal. ***Kellie Hill*** moved that ***GM Carter*** be authorized to sign a contract up to and including the up-front amount of

\$20,000.00 (additional \$800.00/month lease) for back lot improvements. **Fran Batzer** seconded the motion, which passed unanimously.

Patty Casebolt will provide a written recruitment timeline report at the Jan., 2017 meeting.

NEW BUSINESS

The Board’s 2017 calendar was distributed and discussed. It was agreed that review of Policy B2 should be moved from Dec., 2016 to Feb., 2017, so that B1 and B2 can be reviewed together.

There was also discussion regarding 2017’s board training with Todd Wallace (**CDS**). The Board decided to wait until we know when the Annual Meeting is before we schedule with Todd.

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
B2	12/19/16	Table Until 2-17	02-19-17	
B3	9/19/16	Ok as-is	n/a	n/a
B4	10/17/16	Ok as-is	n/a	n/a
B5	11/28/16	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>
B7	11/28/16	Ok as-is	n/a	n/a
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
C5	10/17/16	Ok as-is	n/a	n/a
C6	11/28/16	Ok as-is	n/a	n/a
C7	12/19/16	Ok as-is	n/a	n/a

Fran Batzer moved to adjourn the meeting at 6:57 p.m.; **Patty Casebolt** seconded the motion, which passed. The next regular **MFC BOD** meeting is scheduled for Mon., Jan. 16, at 5:30 p.m. at the law offices of **Pres. Jim Sims** (225 W. Main, Medford). The Finance Committee will meet before the Jan. 16 full Board meeting.

Owners are welcomed and encouraged to attend both meetings. Please see below for an Action List and a Motion Synopsis.

Respectfully Submitted,

Debi Boen Debi Boen

ACTION LIST, DEC. 2016		
TARGET DATE	ACTION	RESPONSIBLE PARTY
ASAP	write & distribute minutes; begin Dec. agenda; update tracking spreadsheets; update MFC binder; update register; create policy reviews	Debi
01-16-17	Written report nominating/recruitment timeline project	Patty, Fran
01-16-17	Scheduled monitoring report B (Global Constraint) & B8 (Board Support)	Anne
01-16-17	Prepare Board addition proposal	Jim

MOTION LIST 12-19-16			
MOTION	1st	2nd	PASS/FAIL
Approve 11-28-16 minutes as sub.	Kristi Schoenbachler	Fran Batzer	Pass
Authorize GM Carter back lot; up to \$20,000.00 up-front/\$800 month lease	Kellie Hill	Fran Batzer	Pass
Adjourn	Fran Batzer	Patty Casebolt	Pass