

Medford Food Co-op Board of Directors Feb. 20, 2018

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

Staff Present: GM Anne Carter, Marketing Manager Halle Riddlebarger

REPORTS

The Feb., 2018 Medford Food Co-op Board of Directors (**MFC BOD**) meeting was called to order at 5:30 p.m. on 2/20/18.

Minutes of the 1/15/18 **MFC BOD** regular meeting were submitted; **Kristi Schoenbachler** moved to accept the minutes as submitted. **Debi Boen** seconded the motion, which passed.

Financial reports submitted included Profit & Loss (Nov. 2017-Jan. 2018), and the Jan. 31, 2018 Balance Sheet. Jan., 2018 sales were at \$421K, a 12.3% increase over Jan. 2017. Operating expenses were at \$272K. Net operating income for Jan., 2018 was \$5.8K. Café sales in Jan. were \$37k, 8.86% of total sales.

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

Marketing Manager Halle Riddlebarger presented a summary of the two-year **MFC** marketing plan. Goals include increasing **MFC** membership; revitalizing the Community Partnership program; continuing the project of identifying local products within the store; continued strong community involvement; and promoting The Café. **Halle** distributed a calendar of 2018 **MFC** events.

Nominating Committee: There was some discussion of prospective additions to the **MFC** board; no action was taken at the February meeting.

Annual Meeting Committee: 2018 Annual Meeting will take place at the store on Sun., May 20. Business meeting/elections will be from 1:30-2:00 p.m., followed by a Good Food Festival 2:00-5:00 p.m. It will be similar to last year (vendors, samples, et cetera). Still under discussion is how to increase membership participation and voting in the business meeting portion of the day.

Bylaw Committee: There are proposed changes to Section 2.1, Section 3.6, Section 3.7, Section 4.2, Section 5.5, Section 7.4, and Section 8.1. Proposed changes were discussed with Directors; all agreed unanimously that said proposed changes be detailed and submitted to **MFC** membership for vote at the May 20 Annual Meeting (motion, **Fran Batzer**; second, **Kellie Hill**). The Spring **MFC** newsletter will include an article by **Director Fran Batzer**, explaining the changes. During April, there will be at least two opportunities for membership to come to the store, to discuss the proposed bylaws changes with Directors and/or the GM.

GM Carter submitted and presented her written report, with updates in the areas of finance, ownership, and public events. **MFC** added 16 new owners in January, and there was one owner share redemption. Additional updates:

Public Events affecting Perception of Co-op in Community

- Recipe to Market series had good attendance at all three workshops (1/29, 2/3, and 2/12).
- Chocolate and wine tastings in store 2/8 through 2/13.

Significant Operational Changes

- Nothing new to report.

GM MONITORING REPORT

The Feb., 2018 GM Monitoring Reports concerned Policy A Global (Ends) and Policy B1 (Financial Condition and Activities). **GM Carter** submitted reports detailing interpretation, operational definitions, and supporting data. As a “living” document, Policy A is neither in nor out of compliance. **GM Carter** reported compliance with Policy B1.

In an update of Policy B6 (Staff Treatment), **GM Carter** reported that a grievance policy has been completed and is ready to be added to the employee handbook. **GM Carter** distributed a copy of the grievance policy. **Patty Casebolt** moved that the grievance policy be accepted and added to the employee manual; **Kellie Hill** seconded, and the motion passed.

POLICY REVIEW

Consult the table below for monthly policy review.

2017-2018 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	Ok as-is		
B2	12/18/17	Ok as-is		
B Global	1/15/18	Ok as-is		
B8	1/15/18	Ok as-is		
C8	1/15/18	Ok as-is		
A Global	2/19/18	Tabled until 3-19-18		
B1	2/19/18	Ok as-is		

ADJOURNMENT

At 6:30 p.m., **Kristi Schoenbachler** moved to adjourn the meeting; **Fran Batzer** seconded the motion, which passed. The next regular **MFC BOD** meeting is scheduled for Mon., March 19 at 5:30 p.m. The March meeting will be held at The Café (945 S. Riverside, 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 2-20-18			
MOTION	1st	2nd	PASS/FAIL
Approve 1/15/18 minutes as submitted	Kristi Schoenbachler	Debi Boen	Pass
Approve grievance policy	Patty Casebolt	Kristi Schoenbachler	Pass
Approve Bylaw Comm. report; submit to membership	Fran Batzer	Kellie Hill	Pass
Adjourn	Kristi Schoenbachler	Fran Batzer	Pass

ACTION LIST, FEBRUARY 2018		
TARGET DATE	ACTION	RESPONSIBLE PARTY
ASAP	write & distribute Feb, minutes; begin March agenda; update tracking spreadsheets; start new 2018-2019 tracking spreadsheets; create policy reviews, e-mail asstd. reports & GM eval. to Directors; e-mail Halle	Debi
3/19/18	Scheduled Jan. monitoring reports B4	Anne
3/19/18	Policy Reviews: A Global, B4, D Global, D1	All
3/19/18	Report	Annual Mtg Comm
3/19/18	Report and Proposal	Nominating Comm.
3/19/18	Schedule April bylaw discussions	All
3/19/18	Say Good-bye	Jim