

Medford Food Co-op
Board of Directors Meeting Minutes
September 17, 2018

Present: Kellie, Kristi, Fran, Roger, Verne
Absent: Debi, Patty
Staff: Anne
Guest: Peggy Leviton, owner

Reports

September 2018 Board meeting called to order at 5:37 pm on 9/17/18.
Minutes of the 8/20/18 Board meeting were submitted. Kristi moved to accept the minutes as submitted.
Verne seconded the motion, and it passed.

Owners Forum

Peggy Leviton has been an owner for about 1.5 years and lives in Jacksonville. She is interested in hearing more about the Co-op's plans for future expansion and growth.

GM submitted and presented written reports with updates in the areas of finance, ownership, and public events.

- Relevant Financial Information: August sales were \$421K, and 4.6% increase over last August and 97.4% of budget. Cafe sales were \$39K, 9% of total sales and 94.6% of budget. Cost of Goods Sold were \$297K, 107.7% of budget. Net operating income was -\$12K, \$29K under budget. Expenses were kept under budget, but low sales and high COGS resulted in gross profit being \$31K under budget. COGS will be adjusted somewhat after 3rd quarter inventory, so we may still finish this quarter with a positive net income.
- Ownership Level: 16 new owners joined in August and there were 0 share redemptions. The NCG Participation Report for 2017 was shared with the Board. The Board will discuss this at October Board meeting. Carter will compare the financial data in the report with her projections for 2018 results.
- Carter provided updates on the MFC Annual Report, Customer Satisfaction Survey, Five Strategic Points of Difference and summarized the NCG Readiness Assessment Report.
- Public Events: MFC will be participating in the Sept 29 Bear Creek Stewardship clean up from 9 am-noon and the Multicultural Fair, 10 am-4 pm, Commons. October is Co-op Month. In addition to an owner drive, we will have weekly promotions, Art Wall display and reception on Oct 19th. This month is an opportunity for the Board to be present and assist with encouraging ownership. Specific days and times to be determined.
- Significant Operational Changes: New bulk department lead hired from current staff. Cafe now open same hours as store, 7 am-9 pm. Breakfast bar introduced. Several cooler breakdowns in past month have reduced sales and increased repair costs.

GM Monitoring Report

The Sept 2018 GM Monitoring Report concerned policy B3 (Asset Protection). Carter submitted a report detailing interpretations, operational definitions, and supporting data. Kristi will look into banking options so that our cash can be better distributed. Carter not able to report compliance with section 8: working relationship with a PR firm. Board accepted the report and assigned low severity level to the area not in compliance.

Policy Review

Policy B3 reviewed; no changes needed.

Old Business

- Cafe update: Carter provided an update on Cafe sales and labor costs.
- Resolutions: Updates reviewed and accepted by Board. Motions and vote to be tabled until October to allow time for due process.
- Event reminders: no Board members will be participating in CBLD on 9/29 or Coop Cafe on 10/6. All Board members planning to attend Capital Campaign Training on 10/9, 4 - 6 pm at Medical Eye Center.
- Capital Campaign Workbook: Board discussed their impressions and requested that Carter identify an attorney qualified to work with us and to invite Co-op managers to attend the 10/9 training.
- Talking Points Update: Fran distributed the responses that she, Halle and Kellie created for FAQs from the retreat. Board will review and discuss at October meeting.

New Business

- Customer Survey Update: tabled until October meeting
- Nominating Committee Charter: Board discussed and approved the process of involving all Board members in recruiting for the Board. We will include the process as a reminder in December and plan to go through the process in January.
- Political Realm: Discussion about the Co-op's policy and procedure regarding endorsing ballot measures. Board decided to continue its current procedure of considering each request on a case-by-case basis. The Board declined to publicly endorse a "no" vote on Measure 105.
- GM Comp Committee Update: Verne requested that this discussion be tabled until October so that all Board members could be present.

Adjournment

Motion to adjourn at 7:50 pm by Fran, seconded by Kristi. Motion passed.

Motion List

Approve 8/20/18 Minutes	1st by Kristi	2nd by Verne	Passed
Adjourn	1st by Fran	2nd by Kristi	Passed

Action List

- NCG Participation Report - Board read for discussion at Oct meeting. Carter provided 2018 comparison.
- Kristi - investigate banking options
- Resolutions - motion and vote at Oct meeting
- Oct 9th Training - all Board members attend, Carter will invite Co-op managers and identify a qualified attorney
- Talking Points - Board read for discussion at Oct meeting.

Submitted by,

Anne Carter