

Present: Pres. Jim Sims, Vice Pres. Kellie Hill, Treasurer Justin Botillier, Secretary Debi Boen, Fran Batzer, Ben Truwe, Clint Driver

Staff Present: GM Anne Carter

REPORTS

The April Medford Food Co-op Board of Directors (**MFC BOD**) meeting was called to order at 6:00 p.m. on 04-20-15.

Amended minutes of the Feb. 16, 2015 **MFC BOD** meeting were approved as submitted (motion **Clint Driver**, second **Kellie Hill**; unanimous vote). Minutes of the March 16, 2015 **MFC BOD** meeting were submitted. **Clint Driver** moved to approve the minutes as amended; **Kellie Hill** seconded the motion, which passed unanimously.

General Manager Anne Carter provided a **MFC** financial overview, providing the March 31, 2015 balance sheet, the January-March quarterly profit & loss statement, the January-March YTD profit & loss (comparison to same quarter, 2014), and the January-March YTD 2015 Budget vs. Actuals report. March sales were at \$347K, 0.6% above budget (and a 8.9% increase over March, 2014). Expenses were at \$92K, or 96% of budget. Net income for March was \$23k, about 36% higher than projected. Twenty-one new members-owners joined **MFC** in March, and one share was redeemed.

GM Carter submitted and presented her written report, with updates in the areas of finance, ownership, public events and significant operational changes. She continues to seek professional advice and input regarding a potential deli/expansion project at the store; **Gary Caperna** is currently working on a floor plan. **Carter** included a brief overview of the spring **NCG** (National Co-op Grocers) meeting. **MFC** deli catered lunch for 34 people attending the recent "Great Start, Eat Smart!" meeting on April 14. There have been two recent additions to the store staff; at least one more staff addition is anticipated to work in food prep as the **MFC** deli project develops.

In the President's Report, **Pres. Jim Sims** noted that maintaining a year-over-year sales increase is outstanding, and he is pleased with the store's performance. He also noted that the money raised during our recent loan restructuring has served us well: all loans are being repaid on time, and we not only met, but exceeded our goal, to the point that we can now address expansion issues.

GM MONITORING REPORT

The April GM Monitoring Reports concerned Policy B5, Treatment of Consumers. **GM Carter** is unable to report compliance with the following part of this policy: no data is being collected regarding customers' expression of satisfaction. An update concerning the development of an appropriate customer survey is scheduled for the Oct. 19, 2015 meeting. In addition, **Carter** noted that a comment tracking doc has been created that will record comment type, who responded, and end status. Target date for staff to begin using this tracking system is May 1, 2015; an update will come to the **MFC BOD** on May 18, 2015.

GM Carter also provided updates on non-compliant policies that have been determined to be of high concern to the Directors (B1 and B6). The Finance Committee reviewed financial review/audit proposals, and recommended that the Board accept the proposed sequence of Bruce Mayer (Wegner CPAs). Year 1 will assess the Co-op's readiness for an audit (\$3,500.00 + travel); Year 2, Review (\$4,000.00); Year 3 (or later), Full Audit (\$10,000 + travel). **Kellie Hill** moved that the Mayer proposal be brought before the Board; **Clint Driver** seconded. After discussion, Directors unanimously agreed to accept the Mayer proposal, committing **MFC** to a one-year contract with Wegner.

GM Carter also reported on the store's Safety Committee, which has been active since January, 2015, conducting regular meetings and walk thru inspections.

OLD BUSINESS

The Nominating Committee reports that last week's first "Board Social" was a successful event, allowing Directors and members-owners to meet in a less structured environment than a monthly Board meeting. All Directors would like to see the Social become a quarterly event. After our May 31 Annual Meeting, another Social is tentatively scheduled for September, 2015.

The Annual Meeting/Election will be on Sun., May 31, from 4:00 to 6:00 p.m. at Pheasant Fields Farm (1865 Camp Baker Rd., Medford). The picnic event will include food (vegetarian options available), music, games and other activities, and a brief business meeting (which will include Director elections). To obtain an accurate head-count for food preparation, members-owners will need to pick up a ticket for the event (no charge, one per person).

The sub-committee of **Pres. Jim Sims**, **Secretary Debi Boen**, and **GM Anne Carter** submitted a suggested "Global Ends" policy document for inclusion in the **MFC** Policy Register. After discussion, **Clint Driver** moved that the document be accepted as submitted; **Fran Batzer** seconded the motion, which passed unanimously.

NEW BUSINESS

A brief future visioning brainstorming session was held. The Directors discussed strategies for future and cooperative growth. Directors agreed that they would like to invite the Ashland Food Co-op (**AFC**) Board of Directors to join **MFC BOD** in a more comprehensive, yet informal, discussion. A letter of invitation to **AFC BOD** will be crafted.

Directors will evaluate "C" and "D" policies at the May Board meeting. Directors are instructed to study the "C" and "D" survey results as soon as possible, and e-mail policies of particular concern to **Pres. Jim Sims**.

ADJOURNMENT

Ben Truwe moved to adjourn the meeting at 8:13 p.m.; **Justin Botillier** seconded the motion, which passed unanimously. The next regular **MFC BOD** meeting is scheduled for Mon., May 18, at 6:00 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; snacks available. The Finance Committee will meet before the May 18 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	Review "C" and "D" policies; e-mail concerns to Jim	All Directors
05-18-15	Scheduled monitoring report B1; update B5	Directors, Anne
05-18-15	Bring binders to meeting for recycling to new Directors	Ben, Justin
05-11-15	Voting pamphlet to be available	Anne
05-18-15	Begin AFC invitation letter	Jim
05-31-15	Provide new Director contact information for register (to D)	Anne

MOTION LIST 04-20-15			
MOTION	1st	2nd	PASS/FAIL
Approve 02-16-15 minutes as amended	Clint Driver	Kellie Hill	Pass (unanimous)
Approve 03-16-15 minutes as amended	Clint Driver	Kellie Hill	Pass (unanimous)
Accept Mayer Finance Comm recc	Kellie Hill	Clint Driver	Pass (unanimous)
Approval "Global Ends" doc as submitted	Clint Driver	Fran Batzer	Pass (unanimously)
Adjourn	Ben Truwe	Justin Botillier	Pass (unanimous)