

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

**Absent:** Patty Casebolt

**Staff Present:** GM Anne Carter, Marketing Dir. Halle Riddlebarger

**REPORTS**

The March Medford Food Co-op Board of Directors (**MFC BOD**) meeting was called to order at 5:30 p.m. on 03/20/17.

Minutes of the 02/20/17 **MFC BOD** meeting were submitted; **Kellie Hill** moved to accept the minutes as submitted. **Fran Batzer** seconded the motion, which passed.

Financial reports submitted included Profit & Loss (Dec. 2016-Feb. 2017), the Jan.-Feb. 2017 Budget vs. Actuals, and the Feb. 28, 2017 Balance Sheet. Feb. sales were at \$345K, 97% of budget and a 2.3% increase over Feb., 2016. Operating expenses were at \$101K, or 81% of budget. Net operating income for Feb. was \$13k, which was well over budget (as a loss had been projected). **Treasurer Kristi Schoenbachler** reviewed the balance sheet format, noting recent changes. **GM Carter** presented an opportunity for **MFC** to establish a Cooperative Community Fund through Twin Pines Cooperative Foundation. Twin Pines uses the interest earned to invest in cooperative development nationwide, and each participating co-op uses interest earned on its fund to support local organizations. The funds typically start with a \$5,000.00 investment by the co-op, which is then matched by the foundation or its cooperative partners. The initial contribution may be split between the first two years of participation. **Ashland Food Co-op (AFC)** has offered \$3,000.00 to **MFC** to help us start a fund. **Johnathan Hillis** moved that **MFC** take steps to start a Cooperative Community Fund through Twin Pines Cooperative Foundation, in order to take full advantage of the matching funds and generous **AFC** donation. **Kellie Hill** seconded the motion, which passed.

There were no “Owners’ Forum” issues or topics submitted for discussion, and the President had no report during March. **MFC Marketing Director Halle Riddlebarger** was present at the meeting and presented a written and verbal report regarding marketing goals for 2017.

**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 11 new owners in Feb., and there were no owner share redemptions (reflecting one owner, now deceased). Additional updates:

**Deli update:**

- No new significant developments.

**Ownership Level Issues:**

- Debbie Suassuna visited Medford during the first week of March, and has submitted her market study report (which will be e-mailed to Directors).

**Public Events affecting Perception of Co-op in Community**

**Patty, Johnathan,** and **Anne** tabled at the Women Entrepreneurs of Southern Oregon (**WESO**) expo on 3/9.

**Significant Operational Changes**

- There have been a few staffing changes at the store this month.

**GM MONITORING REPORT**

The Mar. GM Monitoring Reports concerned Policy B4 (Membership Rights and Responsibilities). **GM Carter** submitted reports detailing interpretation, operational definitions, and supporting data. **GM Carter** was unable to report compliance in the following two areas of this policy:

1. # of members voting and attending Annual Meeting did not increase;
  - a. Directors agreed this was largely a weather issue, as there was rain during our outdoor Annual Meeting in 2016.
2. A patronage dividend system does not at this time exist (nor has one been required).
  - a. In anticipation of future needs, **GM Carter** is currently in the process of devising such a system.

**GM Carter** responded to questions from the Directors, providing additional detail. Directors agreed to assign a “Low” severity indicator to both areas of policy non-compliance. Directors also suggested that redemption and payment plan information be added to the **MFC** Payment Plan & Owner Responsibilities handout which is given to new members.

**OLD BUSINESS**

Directors submitted and considered multiple names for recruitment purposes. Several member names were forwarded to the Nominating Committee for further action.

Annual Meeting Committee reports that plans for this year’s May 21 event are proceeding on schedule.

**POLICY REVIEW**

Consult the table below for monthly policy review.

<b>2016-2017 POLICY REVIEW</b>				
<b>POLICY</b>	<b>1<sup>ST</sup> REVIEW</b>	<b>NOTES</b>	<b>2<sup>ND</sup> REVIEW</b>	<b>NOTES</b>
B4	3/20/17	Add colon to #2		
D Global	3/20/17	Ok as-is		
D1	3/20/17	OK as-is		
B5	4/17/17			
D2	4/17/17			
D3	4/17/17			
C Global	5/15/17			
C1	5/15/17			
C2	5/15/17			
B6	6/19/17			
B9	7/17/17			
D4	7/17/17			
C3	8/21/17			
C4	8/21/17			
C5	8/21/17			
B3	9/18/17			
C6	10/16/17			
C7	10/16/17			
B7	11/20/17			
B2	12/18/17			
B Global	1/15/18			
B8	1/15/18			
C8	1/15/18			
A Global	2/19/18			
B1	2/19/18			
B2	2/19/18			

**NEW BUSINESS**

Directors continue to explore various avenues for document storage and sharing amongst the Board. **Johnathan Hillis** presented a brief report regarding **Egnyte** file sharing. **GM Carter** submitted her 2016 self-evaluation.

**ADJOURNMENT**

**Kellie Hill** moved to adjourn the meeting at 7:44 p.m.; **Debi Boen** seconded the motion, which passed. The next regular **MFC BOD** meeting is scheduled for Mon., April 17, at 5:30 p.m. at the law offices of **Pres. Jim Sims** (225 W. Main, Medford). The Finance Committee will meet before the April 17 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

<b>ACTION LIST, MARCH 2017</b>		
<b>TARGET DATE</b>	<b>ACTION</b>	<b>RESPONSIBLE PARTY</b>
ASAP	write & distribute minutes; begin April agenda; update tracking spreadsheets; update MFC binder; update register; create policy reviews	Debi
ASAP (continued item; confirm if this was done)	Further-out deli projections; written Emer BackUp Plan	Anne
04-17-17	Grievance Policy draft	Anne
04-17-17	Scheduled monitoring report B5	Anne
04-17-17	Annual Meeting Comm. report	Anne
04-17-17	Nominating Comm. Report	All Directors

<b>MOTION LIST 3-20-17</b>			
<b>MOTION</b>	<b>1<sup>st</sup></b>	<b>2<sup>nd</sup></b>	<b>PASS/FAIL</b>
Approve 2-20-17 reg. minutes as submitted	Kellie Hill	Fran Batzer	Pass
Approve Coop. Comm. Fund/Twin Pines	Johnathan Hillis	Kellie Hill	Pass
Adjourn	Kellie Hill	Debi Boen	Pass