



Minutes of River Market
Board of Directors Meeting
Tuesday June 14th, 2016
6:30 p.m. in the River Market Loft

Attendance

Directors Attending

Dan Puraty
Matt Ludt
Alison Komarek
April Rust
Carolyn Scott
Elissa Cottle
Kellie Seth
Nate Hart

Directors Not Attending

Mandi Leonard
Sara Morrison
Brock Ehnert

Also Attending

Mead Stone
Trista Reuter
Lisa Kalmon-Diedrich
Nicole Sullivan

Call to Order 6:39 pm

President April Rust called the River Market Board of Directors meeting to order at 6:39 pm. Introductions were made around the table.

Owner comments

There were no owner comments

Points of order 6:45 pm

Kellie Seth has finished working on the photos for the Board's bulletin board. Several people have commented on how good it looks.

Approval of Procedural Documents

The Consent Agenda was called. Items on the Consent Agenda were:

- A. Meeting Agenda
 - B. Open Meeting Minutes 5/10
 - C. New & Leaving Owners List
 - D. GM Informational Report
 - E. B-2 Report: Planning & Budgeting
- Alison Komarek pulled item E – B-2 Report: Planning and Budgeting
 - **All other items were approved**

Board Study and Engagement – State of the Coop world and future planning for RMCC

- April Rust first updated the Board on her findings on assessment tools like Myers and Briggs, Keirseley Temperament, etc. for the Board to use. She has spoken to someone regarding options and memberships. Alison and April will evaluate the options. Kellie Seth asked if the new Board candidates could be included when doing these assessments. The question was asked as to whether the Board could do the free online assessments but those do not give the full report and analysis.
- Mead Stone led the Board in a discussion regarding the current state of the Coop world and how to plan for the future. He also talked about the roles of a GM. The notes from this discussion will be placed on Backpack.

Business

BOD/GM Open Discussion – 8:00 pm

- Mead said that River Market had a good month in terms of sales and is hoping to make a profit.
- Dan asked more about the developer interested in developing in Hudson. They developed Rochester coop and have plans for housing and a coop development in Hudson. River Falls is possibly interested in teaming up with the Hudson coop group. We are not ready now but perhaps in a couple of years.
- Elissa asked if Mead knew exactly when he would retire. Mead stated that he is flexible and how much overlap there would be with the new GM would unfold with the help of a facilitator.

Alternate Directors for 2016 - 2017 8:10 pm

- This year the Board could have up to two alternate directors who sit on the Board for a one year position.
- In the next election cycle we have three director seats available and two alternate director seats. The Board can decide at this point if they would still like to have up to two alternates for the following election year as this is discretionary.
- Discussion ensued as to why it would be desirable to have two alternate directors. Some felt that it helps to encourage people to possibly be directors in the future. It also allows for an alternate to easily step in if a director could not serve their term. More people on the Board also provides more discussion, input and knowledge.
- We consider the role of an alternate director differently to some others in that they come to each meeting. In many other Boards the alternates do not come to each meeting but rather just keep up with notes.
- There can be some negatives regarding having alternatives as a result of them not being elected after being an alternate.
- Alternates can be appointed if a director pulls out. This decision is just about whether the Board wants to have the option of two alternate directors; it is not a guarantee that there will be two.

Elissa Cottle moved that we have two alternate directors this coming election year. Dan Puraty seconded. Motion carries.

Board Development Committee 8:20 pm

- The Board Development Committee presented the candidate slate. All candidates were approved by the committee who interviews them. They make sure they are in good standing which means that they are a member of the Co-op, an employee or family member.
- Mandi Leonard and Carolyn Scott did not submit applications for election this year.
- The candidate slate is as follows:
 - Chris Jensen
 - Lisa Kalmon-Diedrich
 - Sara Morrison
 - Brock Ehnert
 - April Rust

- **As the slate is recommended by the committee there is no need for a motion, therefore, the slate is approved.**

- The only distinction with alternatives is that they do not vote but they participate in everything else and it is only a one year term.
- The Board Development Committee will notify the candidates.

Board Policy and Rules Committee

- There was no C-share exercise this month but will be one next month.

Growth and Engagement Committee

- The Board Bulletin Board is complete.

Events/training

- Registration is open for the International Summit of Cooperatives in Quebec. The dates are October 11th to 13th 2016.
- The Board had decided not to participate in CCMA this year but rather send more people to it next year when it will be held locally.
- It was asked if anyone was interested in attending the Summit in Quebec. Alison Komarek and Matt Ludt are interested in attending. There is the budget for two people to attend since nobody is going to CCMA this year. All arrangements would be handled by the Board. Alison and Matt were given the approval to go ahead with scheduling and registering.

Media: Currents; Website, etc.

- Currents Deadline is June 20th. Board candidate will be in the newsletter.
- Mandi Leonard will be doing more interviews with directors also for Currents.

Reports 8:25 pm

- Alison Komarek pulled the B-2 Report – Planning and Budgeting for being out of compliance. This is a matter of the net income on the budget. It is a conservative budget but the net income was not conservative although it is more conservative now than it was. The budget has been re-written and is now very close to the actual figures. The budget was an attempt at being very realistic. A lot of coops are not doing as well.
- **Director Kellie Seth moved to accept the report as out of compliance. Director Dan Puraty seconded. Motion carries.**

Director Questions & Assignments

July Assignments:

Leadership Tasks and Work

- Prepare for Annual GM Evaluation with GM
- Prepare for Assignment of C Reports
- Secretary to submit Summary Report of GM Monitoring Reports

GM Activities

- Organize & Plan for RMCC Annual Meeting
- GM Monthly Report

Board Development Committee

- Notify Candidates of Nomination by June 30th

Policy and Rules Committee

- Report to Board on Annual Meeting Bylaws Provisions

Other

- CBLD Consultant Call
- August 20th Deadline for Currents

Open Session Adjournment 8:37 pm

Respectfully Submitted

Nicole Sullivan

Board Administrative Assistant