



Minutes of River Market
Board of Directors Meeting
Tuesday May 10th, 2016
6:30 p.m. in the River Market Loft

Attendance

Directors Attending

Mandi Leonard
Matt Ludt
Sara Morrison
April Rust
Carolyn Scott
Brock Ehnert
Kellie Seth
Nate Hart

Directors Not Attending

Dan Puraty
Alison Komarek
Elissa Cottle

Also Attending

Mead Stone
Trista Reuter
Allan LaValier
Nicole Sullivan

Call to Order 6:40 pm

President April Rust called the River Market Board of Directors meeting to order at 6:40 pm.

Owner comments

Allan LaValier brought in a letter to the Board summarizing his input over the last three months regarding discount policies. Allan also talked about two other co-ops, Viroqua and Hampden and what discounts they have as well as changes they have recently made. Allan talked about the importance of growing the consciousness of the community. Being inclusive and welcoming to all in the community is an important part of the co-op. Allan asked for a review of the current discount policies. The Board asked several questions to clarify exactly what was being asked. Allan stated that he did not have specific changes in mind but would rather like a review and research into the current policies. The Board and the GM will discuss the matter further.

Points of order 7:01 pm

There were no points of order

Approval of Procedural Documents

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

- A. Meeting Agenda
- B. Open Meeting Minutes 4/12
- C. New & Leaving Owners List
- D. GM Informational Report
- E. B.1 Report – Financial Condition
- F. B.3 Report – Asset Production
- G. Q3 Treasurer’s Report

- Nate Hart and Matt Ludt pulled item B – Open Meeting Minutes 4/12
- Nate Hart pulled item E – B.1 Report and item F – B.3 report

- **All other items were approved**

Board Study and Engagement – Discussion of schedule for Study and Engagement

April Rust led the Board in a discussion regarding the schedule and topics for study and engagement for the rest of the year. The Board and the GM were asked to give input on what they felt would be the most valuable to learn, research and address. The notes from this discussion will be placed on Backpack.

Business

BOD/GM Open Discussion – 7:50 pm

- We ended April with around \$243,000 in cash. The last time we were at this same point was August 2015. The April bills were paid and we still have over \$200,000 cash in hand. The last time we had that much cash in hand was October 2015. The increased sales shows and several weeks ago we were able to place \$60,000 back in savings.
- Trista Reuter was approached by a developer who would like us to open a co-op in Hugo, MN. Mead is unsure of this though as we only currently have 14 owners from Hugo out of our 4800 owners.
- Mead was approached by the developer of the Rochester Co-op who has a site in downtown Hudson. Mead put him in touch with the Hudson Grocery Co-op.
- Mead is very much hoping to do \$7 million in sales this year. We would need to increase sales over the rest of the financial year by \$53,000 over what we did last year so we are very close.
- Last Friday the Twin Cities General Managers had a meeting and are working on better ways of collaboration. They asked NCG if they could become their own corridor as we have 17 stores in the Twin Cities area. The Twin Cities Co-ops would like their own UNFI contract with equal costs for all Twin Cities Co-ops.
- Andre Bessette did a study of our 4800 current owners. The second city of where owners are coming from behind Stillwater is New Richmond. Andre also did an access data base of owners who have not spent any money in the store since the remodel which was about 750 people. They are thinking about doing a mailing with a coupon to encourage them to come in and see the new store.
- River Market is also going to approach new owners from about 3 years ago, asking them if they would like to be on our email mailer and what they thought of the new store.
- There is a new CUB in town on 10th Street near Hy Vee in Oakdale.
- The Managers will be reviewing their buying philosophy. This was discussed at the Managers' meeting and thought that they may have to look at about three different variables in terms of product selections. NCG gives an example of this which may be having some conventional strawberries when the organic strawberry prices are very high due to the season. The problem with this would be that conventional strawberries are number one on the dirty dozen for high use of pesticides which needs to be considered. This will become a discussion point in the store including in the deli. The question to address is about what our standards are.
- Matt Ludt thanked Mead for putting his list together of the top 41 things that are his priority as GM. It shows what an incredible job Mead does every day.

Spring Retreat Feedback 8:05 pm

- Sara Morrison felt that this was the best retreat so far as she liked the pace and movement from on topic to another. The topics were moved on with actionable items.
- Mandi Leonard thought it was a good length of time.
- Kellie Seth felt she left with a good sense of a plan and four actionable items.
- April Rust will look at the plan that was created and begin placing priorities on them.

Board Policy and Rules Committee, C-Report Exercise 8:08

- The Policy and Rules Committee engaged in an evaluation and review of the C-policies. The assessment was done on the last three months of policies in order to assess if they were in compliance or not in compliance. Directors that are not in attendance do not need to do the review.
- The next Policy and Rules Committee meeting will be held on 26th May at 5:30 pm.

Growth and Engagement Committee

- Nothing to report. The meeting minutes from the March 12th meeting will be sent to the Board admin.
- The Board pictures turned out well but they will ask for help with the backgrounds.

Board Development Committee 8:15 pm

- There were not as many people at the Brewery event as they were hoping for. In the future they will need to get the word out more although it was bad weather that night which didn't help attendance. Perhaps advertising it on the community board next year would be a good idea.
- Another possible idea to promote it next year would be to have notices and sign-up sheets throughout the store.
- We have one new application and one other possibly coming. April Rust and Sara Morrison will be reapplying this year. Carolyn Scott will not be reapplying this year, however, she will be helping Mead with the Communication Plan.

- During the June Board meeting the Committee will be bringing the slate of candidates to the Board for approval.

Events/training

- Nothing to report

Media: Currents; Website, etc.

- Currents Deadline is April 20th. Board candidate bios will be in the next issue.
- We now have mail chimp in use for the newsletter.

Reports 9:25 pm

- The Open Meeting Minutes for April 12th were pulled by Nate Hart and Matt Ludt. Nate Hart suggested that the Board Budget should be inserted into the minutes which was agreed upon. Matt Ludt asked that the Minutes be approved by vote.
- **Director Matt Ludt moved to adopt the April 12th, 2016 Meeting Minutes by vote. Unanimous approval. Motion carries.**
- Nate Hart pulled the B1 report – Financial Condition for out of compliance.
- **Director Nate Hart moved to accept the report as out of compliance. Director Sara Morrison seconded. Motion carries.**
- Nate Hart pulled the B3 report – Asset Protection for out of compliance. The PCI is out of compliance which is an ongoing issue. Insurance is in compliance and we have cyber insurance as PCI is not included in the insurance. If someone were to break in though our firewall we are covered for that. If we got encryption the NCG would insure us until resolved. The issue really now is money as we could upgrade our computers to accept new encryption, however, we would then need a second upgrade to

the chip in another 6 months. So the preference is to do one upgrade in 2017. April charge for credit cards is \$9000.

- **Director Nate Hart moved that we accept the B3 Report as out of compliance. Director Matt Ludt seconded. Motion carries.**

Director Questions & Assignments

June Assignments:

Leadership Tasks and Work

- Provide GM with Election Candidate Bios by July 1
- Prepare to review committee charters at July Meeting on even years

Board Tasks and Work

- Approve Candidate Slate

GM Activities

- Organize & Plan for RMCC Annual Meeting
- B2: Planning & Budgeting
- GM Monthly Report

Board Development Committee

- Notify Candidates of Nomination by June 30th

Other

- CBLD Consultant Call
- June 20th Deadline for Currents

Open Session Adjournment 8:30 pm

Respectfully Submitted

Nicole Sullivan

Board Administrative Assistant