



Minutes of River Market  
Board of Directors Meeting  
May 9th, 2017  
6:30 p.m. in the River Market Loft

**Attendance**

**Directors Attending**

Dan Puraty  
Chris Jensen  
Brock Ehnert  
Nate Hart  
Kellie Seth  
April Rust  
Sara Morrison  
Alison Komarek

**Directors Not Attending**

Matt Ludt  
Elissa Cottle

**Also Attending**

Mead Stone  
Nicole Sullivan

**Call to Order 6:37 pm**

- President Alison Komarek called the River Market Board of Directors meeting to order at 6:37 pm.

**Owner comments**

- None

**Points of order**

None

## **Approval of Procedural Documents**

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

- A. Meeting Agenda
- B. Open Meeting Minutes 4/11
- C. New & Leaving Owners List
- D. B.1 Report – Financial Condition
- E. B.3 Report – Asset Protection
- F. Q3 Treasurer’s Report

- **Item B – the Open Meetings 4/11 were pulled by Alison Komarek.**
- **Item D – B.1 Report – Financial Condition was pulled by April Rust.**
- **Item E – B.3 Report – Asset Protection was pulled by Nate Hart.**

## **Board Study and Engagement – Owner Engagement via Currents articles and mid-year review of study and engagement.**

- Alison Komarek led the Board in a review of the proposed owner engagement articles to be submitted to Currents along with a discussion on a previous owner engagement Rubicon. The Board also reviewed study and engagement topics for the year. The notes will be posted on Backpack.

## **Business**

### **BOD/GM Open Discussion – 7:31 pm**

- Mead Stone discussed his attendance at the General Assembly in North Carolina.
- The Board retreat was thought to have gone well.
- It is evaluation time in the store. The evaluations are being submitted now and the raises will come out shortly.
- River Market is looking for a 15 or 16 year old to be employed as a parking attendant.

- Mead Stone has been discussing the possibility of a bathroom remodel with the building owner. If the owner approves this the next step would be to gather bids from contractors and if those come in at a reasonable amount further steps will be investigated.
- The store is 3% behind last year in sales. The bakery and meat departments are leading in sales followed by produce.
- The co-op Basics program sold about \$20,000 worth of goods. This is a great figure and the program will be expanding into perishables. This program has been implemented as a response to owner's request to have an increase in lower priced items.
- The email blast has 4 to 6 produce items in it and now there will also be some deli items added.
- Short Ribs are selling well.
- In the CoCo Gap evaluation, River Market went from being in three upper quartiles to five upper quartiles which is great. This evaluation looks at how our store is performing compared to other co-ops of similar size. Many of our numbers are acceptable which means we are operating fairly efficiently.
- The River Market Cooperative Community Fund dividend was \$384 last year and is now at \$10,587. A campaign to talk to vendors about donating will begin and there will also be an article in Currents or in postcards to owners. This could also be on the voting list of owners' choice of charity.
- Just Foods lost their GM.
- The next step of the communication plan is to have a round table discussion with Board members. This is slated for September or October this year. The topic will be selected. Alison Komarek would like to be involved in the round table discussions. This could evolve into a monthly evening where 1 or 2 Board members are in the store.
- There have been attempts every month to have democratic opportunities in the store, e.g. blood drive.
- There was a question regarding the purpose of the P.R. Firm. They are there to assist in case a problem occurs. However, our community is unique so it is best to first look within our community for one and then turn to the Twin Cities as needed.
- Discussion ensued regarding owner expenses which include: the Board's expenses; the newsletter; NCG dues and owner discounts on purchase which is less than 2% of sales.
- There was further discussion about the possible location of a bathroom within the store. The options being considered are those with some existing plumbing to help keep costs down. This would involve a relocation of the produce preparation area. Contractors will be able to look further at the logistics. The concern over the current bathroom situation is primarily regarding difficulties for parents with small children and elderly shoppers.

## **Spring Retreat Feedback 7:57 pm**

- There was agreement that the facilitator, Todd Wallace was a dynamic and knowledgeable presenter. The discussions were extremely relevant to the Board's needs.
- Everyone liked the location at the Stillwater library.

## **Reactivation of the C-Share Program 8:01**

- **Alison Komarek moved to reactivate the C-Share Program for purposes of considering funding a produce room with cooler and a bathroom on the main floor of River Market Community Co-Op with direction to have our General Manager (Mead) proceed with it in accordance with the recommendations of the firm's attorney who assisted with the most recent C-Share program.**
- **Sara Morrison seconded.**
- Mead Stone will be asking the question in Currents to see if there is an interest in this. If there is, then they will go ahead and get bids for the project. This would need to be funded completely from owners.
- This Board vote is just to open up the C-shares and then the information will be delivered such as costs, scope etc. The next step would then go to the selling of C-shares. The Board would later decide whether to approve the project but for now it is just about reactivating the C-shares.
- **The motion carries by vote unanimously.**

## **Policy and Rules Committee 8:15 pm**

- The C-Report monitoring procedure was discussed.
- The Board would like to see the results of the monthly C-Reports exercise being done by the Board.
- One report was presented.

- Clarification needs to be made on the process of collating and compiling the assessments and reports. It was felt that the previous way of reviewing the C-reports by individual board members was less time consuming to review and was assessed by the Board more.
- A decision on how to do this in the future will be further discussed but for now the Board would like all the reports compiled and presented at the same time next month.
- **The Board voted to have the Board admin compile all the reports. This was approved.**
- The Board engaged in the C-Report exercise for this month.

### **Board Development Committee 8:35**

- The committee sent out reminders and connected with potential candidates.
- Reminder for those running for the Board this year that the deadline for applications is Friday, May 19<sup>th</sup>, 2017.
- There will be three sitting directors running for re-election and two new candidates for election.
- Photos of candidates and last minute changes are needed before going into the ballot.
- The slate will be brought to the Board by the committee.

### **Events/training 8:30 pm**

- CCMA is June 8<sup>th</sup> to 10<sup>th</sup>, 2017 in the Twin Cities. Four directors will be attending – Kellie Seth, Elissa Cottle, Nate Hart and Alison Komarek. The directors were given a \$90 discount from CCMA.
- The round table discussion will be held in September / October. Directors who are interested in participating need to inform Mead.

### **Media: Currents; Website, etc. 8:43 pm**

- Brock Ehnert will be submitting the next article for Currents. The deadline for submission is June 20<sup>th</sup> and the article will need to be reviewed by the Board prior to that date.

## Remote Attendance 8:44 pm

- In order to pursue this option of having remote attendance of Board meetings available there would need to be a revision of the Bylaws.
- A vote was held. Those in favor and not in favor were called. As this is not an official vote a motion was not made. Therefore, only a majority vote needs to be noted.
- **The majority vote was to not spend Board time amending the Bylaws at this time.**
- This discussion may be revisited in the future.

## Reports

- Alison Komarek pulled item B – Open Meeting Minutes 4-11-2017 for modification and clarification or some wording. The amendments were noted and will be made.
- **Alison Komarek moved to accept the Open Meeting Minutes 4-11-2017 with the revisions as noted. April Rust seconded. Motion carries.**
- April Rust pulled Item D – B.1 Report – Financial Condition due to being out of compliance.
- **April Rust moved to accept the B.1 Report – Financial Condition as out of compliance. Dan Puraty seconded. Motion carries.**
- Nate Hart pulled item E – B.3 Report – Asset Protection due to being out of compliance.
- Clarification was made and discussion ensued on the type of protection that is in place in the store. Further protection with a chip reader would add to operations and increase costs. Double insurance is in place. Using a chip code has very little to do with PCI compliance. The Board was comfortable with the security policies in place.

- The GM is not allowed to make improper use of owner information, therefore no member book or information sharing would come from the store.
- **Nate Hart moved to accept the B.3 Report – Asset Protection as out of compliance. April Rust 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**

- GM monthly report
- Organize & Plan for RMCC Annual Meeting
- B2: Planning & Budgeting

#### **Board Development Committee**

- Notify Candidates of Nomination by June 30<sup>th</sup>

#### **Other**

- CBLD Consultant Call
- June 20th is Current's Deadline

### **Open Session Adjournment 9:04 pm**

Respectfully Submitted

Nicole Sullivan

Board Administrative Assistant