



Minutes of River Market
Board of Directors Meeting
Tuesday November 10, 2015
6:30 p.m. in the River Market Loft

Attendance

Directors Attending

Brock Ehnert
Alison Komarek
Dan Puraty
Matt Ludt
Carolyn Scott
Mandi Leonard
Sara Morrison
April Rust
Nate Hart
Elissa Cottle
Kellie Seth

Directors Not Attending

Also Attending

Mead Stone
Nicole Sullivan

Call to Order 6:33 pm

Vice President April Rust called the River Market Board of Directors meeting to order at 6:33 pm.

Owner comments

There were no owner comments.

Points of order

There were no points of order

Approval of Procedural Documents

The Consent Agenda was called. Item E (B1 Financial Report) was pulled by Nate Hart. All other items were approved.

Board Engagement – Four Pillars and National Co+op Grocers Membership Introduction and discussion

The Board engaged in a discussion about the Four Pillars of Cooperative Governance and Mead Stone presented a Power Point presentation on NCG (National Co+op Grocers). The notes will be posted on backpack.

Business

BOD/GM Open Discussion – 7:33 pm

- David Thompson from the Cooperative Grocers Network spoke to about 18 members of the River Market staff. To start Twin Pines Foundation had about \$3 million dollars which was collected from about 40 co-ops. They then took this money and through leveraging it they were able to have \$30 million available to loan only to co-ops. The co-ops that are invested in this program make about 3% from the investment. Each March they inform the co-ops how much they earned. This is a beginning and the program will grow from here. Next year River Market would like to grow their investment. They may publicize this in Currents for owners to contribute to it.
- Mead and Dan Puraty have planned a class on GMOs for January. Once a month River Market attaches an in-store newsletter to staff pay slips. This newsletter will advertise the GMOs class and if any staff members are interested they can sign up for it.
- River Market is currently planning a staff survey. This will be the third one they have done. Questions for the survey are currently being considered.
- River Market now has 61 products from the Basics brand in store. The goal is to have 100 items in the store by January 1st, 2016.
- Mead invited the Board to come in and mingle with people in the store on the Tuesday before Thanksgiving which is a very busy day for the store. The Board Directors could walk around the store and converse with shoppers. The Board discussed this and felt that it would be nice to have a job for them to do while they are doing this. One idea was to have a sample table that Board members could sign up for. Mead will talk further with the staff about this idea.
- River Market now has the poster up with the new Ends Statement. Everyone was very pleased with this.
- The staff numbers were better this month but still down a couple of people.
- Customer counts are strong but sales increases are now in the single digits.
- The refrigeration and deli departments had a 15% increase from last year.
- River Market may not have a 10% off all bulk sale throughout October next year as there was a negative in sales in the bulk department. They have lowered prices and had the 10% sale but sales are still down in the department. They may consider having a one day a month sale instead.

- It was asked if some of the placement of items such as teas and medicinal herbs being too low could be of concern. Mead felt that this was more of an issue for staff who need to use them regularly. However, there are plans to raise these shelves to a higher view point.
- Mead talked about the new Mississippi Market on East 7th. He said that the design of this new store is fantastic.
- Brock Ehnert questioned the low response rate of the owner survey and asked if there was a way to improve the response rate in the next survey. Mead said that the next time they are doing a survey they may consider doing a mail out which gets a better response. A mail out is however more expensive. Due to practicalities the survey needs to be either done by mail or online but not both. The questions are taken from an NCG template. Additional questions can be added to the survey but it is an additional cost.

D Policy Reports Assignments

- Last year Mead Stone and Nate Hart helped the new directors through the learning process of writing the Board D Reports. This involves about an hour of going through the reports and answering questions.
- There are four reports, D1 through D4.
- New Directors typically do these reports.
- River Market staff may wish to write one of the D reports since it is done in collaboration between the Board and the staff.
- Kellie Seth, Brock Ehnert, Carolyn Scott, Nate Hart, Mead Stone and possibly Trista Reuter will get together in December to assign reports.
- Reports need to be sent to the Board admin one week prior to the Board meeting packet in the month they are due.
- D reports are due in February.

Review and Update Workplan

- April Rust and Alison Komarek will review the current annual work plan and bring it to the Board. They will compare the work plan with the monitoring reports chart and make sure they align.
- The Board admin will send all directors a link to the annual work plan.

Committee Selections

- The Board discussed committee selections for this year.
- There are four committees and it is requested that each director is on at least one committee.

- The four committees are: the Executive Committee (this comprises of the Preseident, Vice-President, Treasurer and Secretary); the Board Development Committee; the Policy and Rules Committee and the Growth and Engagement Committee.
- The question was asked as to the role of the Board Development Committee. This committee has changed over the years. Basically it involves finding, recruiting and orientating new candidates for election to the Board who will help the Board pursue its objectives. The committee also focuses on developing the Board's knowledge and skills. There are quite a few meetings from January to June. They also hold some events for people to come and learn more about the Board.
- The first order of business for each committee will be to select the seats held within the committee such as the chair and also to discuss the meeting schedule.
- Policy and Rules Committee - Dan Puraty, Sara Morrison, Nate Hart, April Rust, Matt Ludt and Carolyn Scott.
- Board Development Committee – Brock Ehnert, Dan Puraty, Alison Komarek and Mandi Leonard.
- Growth and Engagement Committee – Kellie Seth, Elissa Cottle, Brock Ehnert and Carolyn Scott.
- The prior chairs of each committee is to send an email to schedule the first meetings.
- The Board Development Committee needs to meet once in December to work out a timeline and then will meet again in January.

CBLD annual consultant contract

- The CBLD annual contract was approved as part of the consent agenda.

NCG Board Resolution

- The Board reviewed the NCG (National Co+op Grocers) membership agreement.
- **April Rust moved to approve the NCG membership agreement. Mandi Leonard seconded. The motion carries.**
- April and Mandi signed the agreement.

Backpack Review

- The Backpack web filing system used by the Board has been reorganized and cleaned up. Directors were asked to review the changes and pass any desired changes onto the Board admin.

Events/training (CBLD 101 for New Directors and others)

- CBLD 101 training for new directors and CBLD leadership training will be held in January 2016.

Media: Currents; Website, etc.

- Currents deadline is December 20th, 2015.
- A copy of the yearly schedule for Currents will be posted on backpack.

Reports

- The B1 report was pulled by Nate Hart due to a portion of it being out of compliance. However, it was agreed that the explanation as to why it is out of compliance was reasonable and the report should be accepted.
- Mead Stone stated that they had a staff managers meeting where they addressed improved operations in our management teams.
- **Nate Hart moved to accept the B1 Report as out of compliance. Sara Morrison seconded. Motion carries.**

Director Questions & Assignments

December Assignments:

Other

- CBLD Consultant Call.
- Dec. 20th Deadline for Currents.
- Former committee chairs to schedule first committee meetings.
- Board to review backpack changes and send feedback to Board admin.
- D report to be assigned.
- Review annual work plan and monitoring report chart

Open Session Adjournment 8:33 pm

The Board held a closed session after the adjournment of the closed session.

Respectfully Submitted
Nicole Sullivan
Board Administrative Assistant