



Minutes of River Market
Board of Directors Meeting
Tuesday November 8th, 2016
6:30 p.m. in the River Market Loft

Attendance

Directors Attending

Dan Puraty
Elissa Cottle
Nate Hart
Sara Morrison
Kellie Seth
April Rust
Chris Jensen
Lisa Kalmon-Diedrich
Alison Komarek
Matt Ludt

Directors Not Attending

Brock Ehnert

Also Attending

Mead Stone
Nicole Sullivan
Louise Watson
Kristen Klemetsrud

Call to Order 6:30 pm

President Alison Komarek called the River Market Board of Directors meeting to order at 6:30 pm.

Owner comments

None

Points of order

- President Alison Komarek added an item to the agenda to discuss the attendance policy.

Approval of Procedural Documents

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

- A. Meeting Agenda
- B. Open Meeting Minutes 10/11
- C. New & Leaving Owners List
- D. GM Informational Report
- E. B.1 Financial Condition
- F. Treasurer's Report

- **Item C – New and Leaving Owners was pulled by April Rust.**
- **Item E – B.1 Financial Condition was pulled by Dan Puraty.**
- **All other items were approved.**

Board Study and Engagement – Sustainable Stillwater – 6:40 pm

- Louise Watson and Kristen Klemetsrud from the non-profit organization, Sustainable Stillwater were guest speakers at the Board meeting. They shared the mission and goals of their organization with the Board. The notes will be placed on backpack.

Business

BOD/GM Open Discussion – 8:12 pm

- Mead Stone mentioned a new book that he is finding very valuable called “The Good Jobs Strategy” by Zeynep Ton. The book gives some good insight into stores that are doing well and offers suggestions that may be helpful when looking at the business plan.
- Regarding the new owners this month it is interesting to note that New Richmond has been number two for the past two years on the list for where new owners are coming from. Stillwater is first, followed by New Richmond, followed by Marine on St. Croix and 4th is Hudson. Lake Elmo has moved up on the list. Residents in New Richmond will now be receiving a coupon.
- Two refund requests this month were both due to the person realizing that they already had a member in the family who has a membership.
- The in-store mail boxes used for communication with the Board members was explained to the new directors.
- Mead attended a Finance Managers meeting. Some time savings equipment was suggested however this would be more beneficial to larger co-ops and not as helpful to our size co-op.
- As a group, co-op sales are down.
- The GM turnover two years ago was 40% and this last year it was 38%. This is a large problem which encompasses our corridor of about 132 co-ops.
- Food inflation was up 0.25% in price per item. When the price per item goes up, the sales per labor hour also goes up, therefore, the sales go up but the cost goes up too. The average sales price is \$3.50 per item.
- We are looking to encourage more full time workers which leads to fewer better paid workers. By encouraging more people to work a 40 hour week as full time rather than a 30 hour week it improves costs of providing benefits. However, you still need part time people for the flexibility.
- The top sales item is bulk eggs.
- Scanning old documents relating to the Board was discussed. Potentially a committee will look at the documents and assess what is there and how much work it may entail to make them electronic. This will be revisited in the New Year.
- The Board Development Committee will be updating the prospective Board member packages. This will require a policy change that the Policy and Rules Committee will look at as this task was previously completed by the Board Administrator.

Annual Work Plan

- The Directors were asked to review the Annual Work Plan and submit any updates to Alison before next month's Board meeting.

Backpack Review

- The Board Admin went through the layout of backpack for the new directors as well as review for others.

Board Committee Selections

- The assignments for the three committees were made at the October Board meeting. Directors were given an opportunity to review their selections and make changes.
- The question was asked as to whether we are still in need of a Growth and Engagement Committee at this stage? Much of it is operational but open to interpretation by those on the committee. This will be discussed at the committee's first meeting and then reported back to the Board.
- Smaller committees are better for scheduling purposes.
- Matt Ludt declined the invitation to join the Board Development Committee and the Growth and Engagement Committee.
- The Committee selections are as follows:
 - **Policy and Rules** - Matt Ludt, Sara Morrison, Chris Jensen, Dan Puraty and Nate Hart
 - **Board Development** – Kellie Seth, Brock Ehnert, April Rust
 - **Growth and Engagement** – Elissa Cottle, Lisa Kalmon-Diedrich, Brock Ehnert, Chris Jensen
- The request was made that each committee have their first meeting before the end of the calendar year.

Board Policy and Rules Committee – C-Reports 8:47 pm

- C-Report surveys were handed out and completed by all attending directors.

Attendance Policy 8:57 pm

- Alison Komarek read the Board attendance policy and stated the practice of sending out letters when an absence occurs.
- The Board reviewed an email request from Brock Ehnert asking if there could be consideration made for changing the monthly meetings to not coincide with elections especially Presidential elections. This will be further discussed at the next Board meeting.

Fall Retreat Logistics

- The fall retreat on November 12th will begin at 8:30 am punctually at the Bayport Library.
- The Co-op Deli will be providing the food.
- Directors were asked to use street parking.
- Dan Puraty was thanked for printing booklets for the retreat.

Events/training

- January 7th is CBLD 101 (Cooperative Business Leadership Development). This is training that is offered as part of the Board's contract with CBLD. It is for new or existing directors. This will be in Minneapolis and is open to all on the Board.
- Co-op Café is on March 4th in the Twin Cities area.
- CCMA is in June in the Twin Cities.
- Mandi Leonard will be doing articles on the new directors for Currents.

Media: Currents; Website, etc.

- The Currents deadline is 20th December.

Reports

- **Item C – New and Leaving Owners was pulled by April Rust.**
- April Rust pulled the new and leaving owners to query the reason for new owners being the same as leaving owners. This was discussed in the GM / BOD open discussion.

April Rust moved to accept the refund request as given now that the reasons were made aware. Dan Puraty seconded. The refund request does not need to be resubmitted, it is accepted as is. The motion carries.

- **The B.1 Report – Financial Condition was pulled by Dan Puraty.**
- The report was pulled for being out of compliance. It is mostly out of compliance due to changing categories. Discussion ensued regarding the finances over the different quarters and the spreadsheet category error.
- Alison Komarek asked Mead Stone a question regarding the debt on the original loan for \$550,000 which was taken out on March 14th 2014. The first draw on this loan was not until the following year which explained the length of the seven year pay off plan. The plan allows for a rate change after seven years. All payments are up to date.

Dan Puraty moved to accept the B.1 Report – Financial Condition as out of compliance. Sara Morrison seconded. Motion carries.

Director Questions & Assignments

December Assignments:

GM Activities

- GM Monthly Report

Other

- CBLD Consultant Call
- December 20th Deadline for Currents

- D-reports assignments – schedule a time to meet with Mead Stone
- Review and submit changes to the Annual Work Plan
- Attend first Committee meetings for 2016 – 2017 year
- Prepare for sustainability discussion

Open Session Adjournment 9:20 pm

The Board held a brief closed session at 9:21 pm to discuss finances.

Respectfully Submitted

Nicole Sullivan

Board Administrative Assistant