

Minutes of Regular Meeting – May 5th, 2026

Mississippi Market Selby Classroom and Zoom

Attendance:

Directors Present:

In person: Roy Berger, Luke Engel, Roderick McCulloch, David Mickelson, and Daniel Ramos-Haaz

Via Zoom: Tamara Downs-Schwei, Mark Mosiniak, Stephen Munasinghe, and Noel Nix

Directors Absent:

Molly Phipps and Andrea Specht

The Directors present constituted a quorum.

Others Present:

Catherine Downey, Rivers Cooperative Markets (RCM) Chief Executive Officer (CEO) and Grace Lehne, RCM Board Administrative Assistant

Meeting Minutes:

Call to Order

Luke E. called the May 5th, 2026, meeting of the RCM Board of Directors to order at 6:04 p.m.

Member Welcome and Questions

Luke E. acknowledged that no owners were present.

Consent Agenda

Luke E. called for any items to be pulled from the consent agenda. No items were pulled. Daniel R. moved to approve the consent agenda. This was seconded by Roy B. and approved by the board.

President's Report

Luke E. opened the floor for questions about the President's Report.

CEO FYI Report

Catherine D. gave updates about the prior month. Catherine D. spoke about the NCG spring meeting she recently attended and impacts of a new UNFI contract. Catherine proposed that the board hold the Annual Meeting on Thursday, October 8th from 5:30p to 7:30p at Dakota Lodge in St Paul. The board discussed options for offsite attendance. The board discussed the timing of board meetings. Luke E. will distribute a survey to identify a potential new meeting time. The board discussed the newly hired HR Director.

C.I: Governing Style

Luke E. spoke about the C.I: Governing Style monitoring report. The board discussed the concept of strategic leadership, the limited amount of time that the board had existed, parameters of policy governance, and executive committee versus full board decision making expectations. Robust discussion was had about effectiveness of the board processes and the time commitments that board members were obligated to. The board discussed democratic habits, including taking representative or trustee approaches. The board discussed a goal of achieving tighter compliance with policies as the board becomes more established over time. David M. moved to accept the report. This was seconded by Mark M. and approved by the board.

Monitoring Report Assignments

Luke E. asked for volunteers to author monitoring reports due at the June Board Meeting. David M. will prepare the C.2 report. Stephen M. will prepare the C.3 report.

Committee Check-in

The board discussed then proposed that the DEI Committee will be temporarily absorbed by the Education Committee until more members join, until another solution is proposed and agreed to, or until the end of the board year - whichever is soonest. Mark M. moved to accept the proposal. This was seconded by David M. and approved by the board.

The Recruitment Committee will be chaired by Stephen M. until another chair is appointed at their next committee meeting. The Recruitment Committee will present on the recruitment process at the June Board meeting.

Board members will receive a survey from the Education Committee this week to help identify topics for future sessions.

Adjourn Regular Session

The regular session was adjourned at 7:23 p.m.
Submitted by Grace Lehne, RCM Board Administrative Assistant