

**Yahara River Grocery Cooperative
Board of Directors Meeting**

**Giles Dow Room in City Hall
381 East Main Street, Stoughton, Wisconsin**

5:30 p.m.-7:30 p.m., Thursday, March 26, 2009

Present:

President: Norma Sampson
Vice president: Deb Piper
Acting Secretary for this meeting: Kristine Vaughn
Treasurer: Warren Kmiec
Directors: Laura Anderson and Jonathan Lewis

General Manager: Wynston Estis

Call to Order: Welcome, Review Agenda

Announcement: Norma and Wynston attended the Stoughton Public Safety Meeting of March 25, where a motion was approved for YRGC to obtain a Wine License. The next step will be a vote of approval by Stoughton City Counsel. The Counsel meets on April 14. None from our Board is required to attend, but someone likely will.

Approval of Minutes: After review of the Board Minutes from March 13, it was noted for the Secretary to correct the spelling of Anya's name. A motion was made by Laura and seconded by Deb to approve the minutes as amended. Motion carries unanimously.

Treasurer's Report (Warren): (Report's pre-submitted by Warren and attached to filed copy) Target is to boost weekly sales to \$12,000 mark. Warren presented the Profit & Loss results from March 1 – 22, and also Profit & Loss results from Re-launch weekend March 20 – 22. March 1 – 22 represents three full weeks plus a Sunday. Discussion ensued. Warren presented the Balance Sheet for the month of March 09, as compared to the Month of Feb 09. March rent of \$2,400 not included in this report because it was paid at end of Feb. Wynston noted the importance of keeping proceeds from Sunday's cookout separate, in this case, \$380. The Summit Credit Union account has increased, as well as the Evergreen account. Inventory numbers will remain un-true until the next physical inventory, which is scheduled to take place at end of March.

Regarding Member Investors: A motion was made by Laura and seconded by Jonathan to pay interest to the last investors for 2008. Motion carries unanimously. Approximately \$100 total in interest will be paid to these remaining 5 or 6 investors. The next payment cycle begins April/May 2009. Investors are scheduled to be paid approx. \$500 in each of those months. The Board will review the decision of paying the interest prior to each new cycle to be paid. Idea: Add a link to our website containing investor information with a schedule of when payments are scheduled to go out. Additionally, basic financial info can be sent to Investors on how the investment money is being spent. Investors can be queried regarding their options to Receive, Keep on Account, or Gift their interest. We have 65 – 70 Investors total, representing \$73,000. Long-term, Jan/Feb 2010, a substantial Investor payout will come due. To help us prepare for this, we can add Investor Loans to Performa.

Regarding Formal Financial Report to Evergreen Bank: Stan of Evergreen Bank has requested a Financial Report for the First Quarter of 2009. Physical Inventory numbers, along with accounting assistance from Peg Sheldon, need to fall into place prior, with a target of April 7. The goal will then be to get the Formal Financial Report to Stan by April 10. Our loan with Evergreen Bank is due this April 18.

General Manager Report (Wynston): (GM Report, Check Signer Policy and YRGC Member Data Privacy Agreement, all Pre-submitted and attached to filed copy). Check signer Policy proposed by Wynston and Warren was reviewed and modified to say “YRGC authorizes up to two staff members and Officers of the Board of Directors, primarily the treasurer, to sign checks for YRGC’s *Operating Account*.” (in place of “YRGC’s *bank accounts*.”)

A motion was made by Jonathan and seconded by Laura to approve the amended Check Signer Policy. Motion carries unanimously. To clarify, the Evergreen Account is for Daily Operations (Acct #1).

A motion was made by Jonathan and seconded by Warren to approve the Data Privacy Agreement presented by Wynston. Motion carries with one abstention.

We have a banking relationship with Summit Credit Union. Norma and Deb opened the account as a good way to track the money from the RLF and other future fundraisers.

A motion was made by Laura and seconded by Jonathan to approve the Summit Account. Motion carries unanimously. Warren, Deb and Norma currently can sign checks for the Summit account. David Sharpe will be the fourth signer on the Summit Account, if he agrees. The Summit Account is for Administrative Operations (Acct #2).

Let the minutes reflect that the Revolving Loan Fund check for \$60,000 was received and has been deposited into the Summit Account.

Committee Reports:

Re-launch Oversight Committee Report (Deb): Deb reported that our Re-launch went really well. Many volunteers participated, and the community came out to support the Co-op. Regarding planning of future events, we need to consider what is going on in the Stoughton Community and Stoughton School District to make the most of the support the community is able to give the Co-op.

Friday Mar 20: 11:30 a.m. Relaunch ceremony was well received and enjoyed, as well as the Thank You Reception later that evening. The new Salad Bar is a welcome addition.

Saturday Mar 21: Kids Activities went well with Laura reading books to the kids and Marlene orchestrating the cookie project. The Coffeecake Bake-off went well too. Truly Remarkable Loon did a remarkable job, but was not well attended due to a coinciding event taking place elsewhere in the community.

Sunday Mar 22: Thank you to Jim from Rah’s Meats and Alexis Martin for tending the grills from 11 – 2. The cookout was nicely attended and is something to consider as a draw to the store in the coming months. Musician Joel Futch and the Edvard Grieg Chorus both went over well.

Décor Subcommittee Report (Laura): Laura reported that things came together beautifully. Thank you to all who helped. Terri with displays, Eric Ellefsen constructed a well built 9’ counter at the front of the store, Brent and Todd put in the wall by the bathrooms, Jonathan put in the diaper changing station, Wynston oversaw the ice machine installation, the removal of the Water machine and the deli scale. Michael installed a sneeze guard on the Salad Bar, Laura and David re-upholstered chairs and stools, people painted, framed artwork and photos and additional work was done to improve the look of the interior of the store, including adding the Co-op’s mission statement, and Co-op principals.

More Décor needs to happen, but Laura only agreed to be on the Committee for Re-launch. She is not sure where she stands about continued Décor work, unless she takes herself off other committees. Future projects include work on the front of the store outside. Also, Eric Borchardt has agreed to pay for five new light fixtures for our outside storefront.

Marketing Committee (Norma): Some of our Marketing help for the Re-launch may continue to be on the Marketing Committee. There was amazing press coverage on Friday. Also, Rick Hummel’s Hub article was great.

Recap of Re-launch—we did good!

Regarding items in the store: We did stock a lot of items on the Food Preference List.

We met a lot of requests. We have Diabetic requests that should be addressed. Out of stock needs to be addressed in the future. Sensed regulars shopped the Co-op on the weekend. There were several new faces too, or returning people from long ago. Regarding Certco (Wynston): It is not in our best interest to meet Certco's requirement of 200 cases each week. There are other services out there. Tom Chose may provide us with some local sauces that would be unique to Stoughton, our store. How to get more people to experience the Co-op: We have usable space up front. Ideas: Invite the Library to have their next food discussion at our store, possibly serve cookies. Host events; invite people as frequently as possible. Bring a neighbor; bring a friend to the store. Door to door canvassing to solicit membership and shoppers is an idea entertained by some, but may be not be entertained at this time. It also requires many volunteers and time.

Membership Structure Subcommittee (Warren): This new committee consists of Warren, Kristine, Laura and Meg Watson. Warren e-mailed the subcommittee an article on Patronage Dividends to get us started. The first meeting will be held at the Co-op this Sat March 28. Norma will e-mail an article that is pertinent to the committee members. When we have a long-term plan, an e-blast will be sent to members and info will be posted on the website. In the meanwhile, Wynston has member specials in mind for the next couple weeks. She can begin focusing on an idea for the Member promotion program.

Next Steps in Board Training or Policy Development (Norma): Anya Firszt has provided each Board member with a copy of Williamson Street Grocery Co-op Policies, which includes the ENDS Policy relating to Visions of the store; and we now have a copy of the Parliamentary Motions Guide. Next Board Training with Anya will be on April 23, as part of our Board Meeting. Each Board Member will have a cubby assigned to them in the store's office. Laura will assign spaces and leave copies of materials from this meeting there, for any Board members not present tonight.

Other Business:

Printed Marketing (Warren): Regarding a small ad in the Hub/Unified Newspapers; Partial payment is due. Payment for the current ad is required, in addition to a \$100 partial payment on the \$5000 owed.

Configuration or Revamp of Oversight Committee: We need a way to keep the momentum going. See the need for Marketing Subcommittees, Outreach. An Oversight Subcommittee would include Sales and Planning. Manual and Manager, a.k.a. M&M. Warren and Wynston would be on this committee by default. An oversight committee is different than a Board Committee. Made up of 3-4 Board members and a guest or alternate person, depending on the project.

A motion was made by Laura and seconded by Deb to adjourn the meeting. Motion carries unanimously. The meeting was adjourned at 7:33 p.m.

Respectfully submitted,

Kristine Vaughn, Acting Secretary

Next Board Meeting:

5:30 to 7:30 p.m.

Thursday, April 9, 2009

Giles Dow Room in City Hall

381 East Main Street, Stoughton