

Yahara River Grocery Cooperative Board Meeting

229 East Main Street, Stoughton, Wisconsin
7:00 p.m.-9:00 p.m., Tuesday, February 12, 2008

MINUTES

Board Members Present:

Myra Hajny	President
Norma Sampson	Vice President
Warren Kmiec	Treasurer
Marlene Widra	Member-at-Large

Laura Anderson	Membership Committee
Jon Hajny	Research Committee
Eric Borchardt	Marketing and Communications Committee
Glen Timmcke	Product Buyers Committee
Philana Friede	Fundraising Committee

Other Committee Members Present:

Mary Condon	Research Committee
Kristine Vaughn	Membership Committee

Also Present:

Mike Markin	YRGC General Manager
-------------	----------------------

Myra Hajny called the meeting to order. The agenda for the meeting was reviewed. On **MOTION** (Borchardt/Sampson) and unanimous vote the minutes of the January 15, 2008 meeting were approved and amended and the minutes of the January 29, 2008 First Annual Membership Meeting were approved.

TREASURER'S REPORT

Warren Kmiec reviewed the Treasurer's Report dated February 11, 2008. See Attachment 1. Warren noted that January and February were big spending months with equipment purchases and improvements being made to the site. Mike Markin pointed out that construction costs were going to be about \$7,000 less because of all the volunteer-member help and that the store would save on electrical costs with the installation of fewer meters.

Warren said he was preparing an annual report for the State of Wisconsin. On **MOTION** (Kmiec/Anderson) and unanimous vote the principle office listed for the Yahara River Grocery Cooperative will be changed to 229 East Main Street. The report is due March 31, 2008.

EMAIL VOTE ON MISSION STATEMENT

Laura Anderson reported that an email vote was taken January 27, 2008 to revise the Mission Statement adopted by the Board at its January 15, 2008, meeting. On **EMAIL MOTION** (Anderson/Sampson) and unanimous vote “members” and “financially sound” were added to the Mission Statement so it reads as follows:

“Our mission is to help grow a community of healthy individuals, a vigorous local economy, and a higher quality of life for our members and residents of Stoughton and Southeast Dane County through the values, products, services, and outreach of a financially sound grocery cooperative.”

Laura noted that the email procedure was used because the membership was being asked to approved the Mission Statement at the January 29, 2008 Annual Membership Meeting. On **MOTION** (Anderson/Borchardt) and unanimous vote the email decision was read into the February 12, 2008, meeting minutes.

LEASE

Myra Hajny announced that the lease was approved at an ad hoc meeting and signed January 29, 2008, before the First Annual Membership Meeting.

PLANNING COMMISSION MEETING RELATING TO CO-OP SIGN

Norma Sampson reported on the Planning Commission Meeting held February 10, 2008. She noted that beside her, Bill Howard and Phil Caravello were present. After hearing Bill Howard’s request for “give” in the YRGC’s store sign, the commission asked to see additional engineering calculations at its March 10, 2008, meeting.

GENERAL MANAGER/BOARD/COMMITTEE RELATIONS–AUTHORITY AND COMMUNICATION

A discussion ensued about how the Board can move from a “working” board to a “governing” board. Topics included such policy issues as email blasts or messages and defining “operations” and “outside operations.” Marlene Widra distributed a definition of a board’s role in relationship to management that she had downloaded from the Internet. (See Attachment 2.) Mary Condon noted that the YRGC had established board duties in its bylaws.

Interest was expressed in the board receiving training. Mike Markin said he would check with Mel Braverman of Cooperative Development Services and with the University Madison–Extension about board training.

The Research Committee said it would be interested in continuing to review the organization’s bylaws and to develop policy and procedures.

Other recommendations included notes being taken at committee meetings.

MARKETING COMMUNICATIONS COMMITTEE REPORT

Eric Borchardt reported that the Marketing Communications Committee was providing support for the store's opening. He outlined the pre-opening, opening, grand opening, and ongoing ad campaigns that the committee is developing with Mike Markin.

Eric described the teaser campaign and new tagline: "Your grocery." He noted that the Capital Times, the Wisconsin State Journal, the Isthmus, and WORT would be interviewing Mike and running news stories.

Eric outlined other opening and grand opening marketing activities including an eblast to members inviting them to the 8 a.m. to noon sneak preview March 1. He said the event calendar would carry the grand opening schedule of what is happening in downtown Stoughton March 15. Eric noted that the larger ads that the YRGC is placing in the Willy Street Reader, the Stoughton Courier Hub, and the Great Dane would include a schedule of grand opening events.

MEMBERSHIP COMMITTEE REPORT

Kristine Vaughan reported that there are currently 571 members of YRGC.

Kristine noted that the Membership Committee is transitioning from the founding member cards to a card with barcodes that will be made at the store. She announced that the committee would continue to do the "thank you" letter.

PRODUCT BUYERS COMMITTEE REPORT

Glenn Temmcke reported that Mike has been placing orders that will be arriving in the next 2 weeks. He suggested that the committee be redefined to customer relations and serve in a support role.

FUND RAISING COMMITTEE REPORT

Philana Friede reported that the Fund Raising Committee would like to morph into a Customer Relations or Outreach Committee. She noted that Mike Markin had suggested this committee's function would be to stay in touch with customer needs, handle programming and events, develop an e-newsletter for members, and funnel customer ideas to other committees. The committee also would continue coordinating the fundraising events. The name change suggestion was tabled until the next meeting.

PERSONNEL COMMITTEE REPORT

Myra Hajny announced that the Personnel Committee needed to conduct a 3-month review of Mike Markin, General Manager.

RESEARCH COMMITTEE

Mary Condon and Jon Hajny reported that the Research Committee was looking for grants that were appropriate. Mary asked board members to keep the committee informed about grants and if anyone was writing a grant.

OTHER BUSINESS

Marlene Widra discussed the development of a “wish list” for items that YGRC could use. Marlene noted that she had purchased a calf for store display and suggested holding a name the calf contest. Marlene reported that she had contacted the city about the 10-minute parking zone in front of the store and that it would be established about mid-February.

Norma Sampson asked about the board’s policy concerning discounts for volunteers who not only spent hours working at the store working but also in their home or coordinating an event. Mike Markin noted that volunteers would receive an additional 5% discount for working 3 hours a week. Discussion ensued about how to document and coordinate volunteer hours.

On **MOTION** (Anderson/J. Hajny) and unanimous vote, the meeting adjourned at 9:00 p.m.

The next meeting of the Board of Directors is set for 6 p.m., Tuesday, March 4, 2008, with the place to be determined.

Respectfully submitted,
Norma J. Sampson, Vice President

Yahara River Grocery Cooperative Treasurer Report

Today's date:	2/11/2008		
Balance as of last report (01/31/08)		THIS PERIOD	Year to Date
		\$7,564.77	\$2,515.99
INCOME			
Member Fees		\$579.00	\$2,056.00
Investments		\$500.00	\$1,000.00
Grants		\$0.00	\$0.00
Fundraising		\$0.00	\$81.00
Donations		\$0.00	\$0.00
Sales		\$0.00	\$0.00
Other		\$0.00	\$0.03
TOTAL INCOME		\$1,079.00	\$3,137.03
EXPENSES			
Rent		\$0.00	\$2,400.00
Insurance		\$1,005.00	\$1,005.00
Promotions		\$0.00	\$0.00
Advertising		\$0.00	\$3,300.00
Personnel		\$2,673.20	\$6,366.98
Operations		\$641.04	\$1,698.83
Admin Expenses		\$0.00	\$100.00
Membership		\$0.00	\$0.00
Bank charges		\$0.00	\$23.40
Credit Card Expense		\$0.00	\$0.00
Accounting		\$262.50	\$472.50
Other		\$0.00	\$1.94
Site Improvement		\$43,531.59	\$74,456.15
Equipment		\$0.00	\$114,839.07
Donations		\$0.00	\$0.00
Loan repayment		\$0.00	\$0.00
Interest charges		\$0.00	\$458.71
CD & MONEY MKT		\$0.00	\$0.00
TOTAL EXPENSE		\$48,113.33	\$205,122.58
LOAN FUNDS		\$45,000.00	\$205,000.00
Current Checking balance to date		\$5,530.44	\$5,530.44
2/11/2008			
CURRENT LINE OF CREDIT BALANCE		\$274,437.43	

CURRENT PERIOD EXPENSES IN DETAIL

DATE	CHECK	PAYEE	AMOUNT
2/1/2008	1166	EVAN MC ATEER	\$861.93
2/1/2008	1167	JEANINE HOLZMANN	\$442.78
2/1/2008	1168	LINDSEY PETERSEN	\$266.66
2/1/2008	1169	MICHAEL MARKIN	\$1,101.83
2/1/2008	1171	CARTRIDGE WORLD	\$53.81
2/4/2008	1172	SHELDON ACCOUNTING	\$262.50
2/4/2008	1173	VOID CHECK	\$0.00
2/4/2008	1174	SOCIETY INSURANCE	\$1,005.00
2/4/2008	#1175	Chase Credit Card....	\$328.82
2/4/2008	#1176	STOUGHTON AREA SENIOR CENTER	\$30.00
2/4/2008	#1177	THE UPS STORE	\$17.61
2/4/2008	#1178	STOUGHTON LUMBER	\$1,106.13
2/5/2008	#1179	AT&T	\$185.56
2/7/2008	#1180	B&B CONSTRUCTION	\$39,452.45
2/8/2008	#1181	WERNER ELECTRIC SUPPLY	\$2,973.01
2/9/2008	#1182	PICK N SAVE	\$25.24
		TOTAL EXPENSE	\$48,113.33

ATTACHMENT 2
2/12/08 YRGC Minutes

Definition of a board's role in relationship to management:
(as defined on a web site)

The board of directors defines and sets the cooperative overall objectives and policies and sets long-range goals with management. The policies adopted by the board serve as general guidelines for the day-to-day operations conducted by management. Management defines the objectives, policies and goals for the operational staff within the general board policies. Also, management has the important responsibility of accurately reporting on financial progress, operational concerns, organizational problems and accomplishments at regular board meetings.