

Rising Tide Board of Directors
Meeting Minutes
Thursday, March 9, 2017
5:00 pm, FARMS Kitchen

Jessie called the meeting to order at 5:02 pm. In attendance were: Jessie Trafton (president), Kevin Posman (vice president), Deb Poor, Stephanie Nelson (treasurer), Megan Taft, Mary Ellen Barnes, Dana Wilson (secretary), Michael Alderson, and Interim GM team members Dwight Chamberlain, Amy Leshure, and Heather Burt.

Member Comment Period: Paul Gagnon asked about employee turnover rates. Jessie suggested that specified information (by month and department, for example) would be a breach of confidentiality. Amy and Heather are working on getting these rates at Paul's continued request. Jenny Begin is urging the board to support and help plan and execute 'co-op cafes', these will be held in the cafe area by the front-end. March 21st at 5pm will be the first 'co-op cafe' and the topic of discussion will be management structures.

A Board Retreat on Sunday, April 9th was agreed upon by all board members, from 1-5pm.

A Finance Tutorial for directors led by Amy Leshure was scheduled for Thursday, March 16th from 5-6pm.

Populating Committees: Jessie suggested making a big announcement for all committees that need volunteers for the next newsletter. Each committee chair will send a 'committee blurb' to Mary Ellen tomorrow to get to Heather.

Board Calendar: The board retreat has been added to the calendar. Mary Ellen suggested the June Retreat/Training be moved to July. Board self evaluations will be in May, rather than June. Kevin motioned to approve the board calendar, Dana seconded. All voted in favor.

Previous Minutes: Deb motioned to appoint Michael Alderson to fill Peter Kraus' seat, Stephanie seconded. All voted in favor, with Michael abstaining. Dana moved to approve the newly edited February 16th meeting minutes. Michael seconded. All voted in favor.

B1 Financial Condition & Activities, and B2 Business Planning & Financial Budgeting: Stephanie motioned to approve the B1 and B2 management policy monitoring reports, seconded by Kevin. All voted in favor.

C Global Governance/C1 Governing Style: Stephanie motioned to approve the C and C1 governance documents, seconded by Michael. All voted in favor.

Finance Committee: Stephanie reported on January 2017: 5.86% sales growth (more than the 3% growth expected), lowest income loss historically, turnover rate was 0, senior discount

transitioning from two to one days per week has not halved the average combined business of Tuesday and Thursday, wages were lower than January 2016, credit card fees were higher.

Membership Committee and Annual Meeting Committee: There is concern about which company to use for printing/marketing, Deb suggested Lincoln County News. Deb was interested in cases of seltzer water, lemonade, etc. at 'cost plus 5%' (this is a recent initiative to give employees a better price when personally ordering a case of product through the store, Amy agreed upon individual department consent (i.e. maintaining stock, shipping constraints, etc.). Heather has been working on a liquor license that will be sent to DRA. There will be an open bar (wine and beer) at the meeting. Having Oxbow serve beer was suggested, also looking at catering companies and local restaurants for serving wine and beer. The current budget is \$4,000 which fits with what the finance committee has set for this event. Mary Ellen suggested a 30-minute introductory period (4:30-5pm) to give people time to settle in before the business part of the meeting starts. Kevin will cut his presentation to 10 minutes to give more time for Q&A. Amy confirmed there will be an Annual Report handout. Dana offered to provide borrowed tables and chairs. Board members offered to volunteer for tasks at the meeting.

Nominating Committee: Dana Orenstein, Chris Maloney, Lucy Smith, Dwight Hobbs, and staff member Will Addison are the candidates running for 4 available board seats. There will be a 'meet the candidates' event in the cafe on April 14th from 4-6pm.

Governance Committee: The committee has had an initial meeting but is waiting to be populated with more volunteer members before moving forward with discussions. The Governance Committee will add the Strategic Leadership Policy to its list of policies for review and updating.

Staff Questionnaire on Governance Structure: 24 total responses received (15 by paper, 9 via surveymonkey.com). Meg will work on compiling the data to discuss at the board retreat and then again publicly at the next board meeting (Thursday, April 13th).

Interim Report: In April, the B9 (GM succession plan) policy monitoring report is typically presented by the GM to the board. The board agreed that the interim team does not need to prepare this B9 report at this time. There will instead be an interim management report in April.

Select approved board reports will be made available to the membership. They will be placed in a special binder available upon request.

Member Comment: There was interest in who will be replacing Rachael Button and the management team is currently in the hiring/interview process.

Respectfully submitted by Board reporter William Addison.

These minutes were voted on and approved by the Board of Directors on April 13, 2017.