

Northampton Community Cooperative Market, Inc. Board of Directors Meeting Minutes

**Thursday January 9th 2014, 6:30-9:04PM
River Valley Market, Northampton**

Board Members Present: Vice-President/Treasurer Jade Barker, Secretary Lynn DiTullio, Christine Dutton, President Dorian Gregory, Roz Malkin, Max Saito, and Rochelle Prunty (General Manager).

Others Present: Michelle Driscoll (Board Administrative Assistant).

Absent: Marci Linker, Jeff Napolitano, and Andrea Stanley.

Presiding: Dorian Gregory, President

Notetaker: Michelle Driscoll

Meeting convened @ 6:30PM

I. 6:30PM Member-Owner Comment Time

II. 6:32PM Check-In

The Board shared a check-in. Dorian asked attendees to share a word or three to describe the co-op, and to associate the word with an action, which other participants repeated.

ACTION: Roz will lead an ice breaker for February.

III. 6:37PM Agenda Review

The agenda was reviewed.

IV. 6:41PM Code of Conduct and Conflict of Interest

The Board reviewed the completed Code of Conduct and Conflict of interest forms.

V. 6:49PM Review and Approval of Minutes

Review of 12/12/13 Meeting Minutes: Roz moved to accept the minutes. Lynn seconded. The minutes were approved with a vote of five in the affirmative and one abstention.

VI. 6:51PM River Valley Market LLC operations board resolutions

Rochelle proposed that River Valley Market LLC make a loan to the Sevananda Food Co-op of \$25,000.00, contingent on Sevananda meeting the requirement outlined by NCGA and that full funding is completed for the full execution of the turn around plan as outlined by NCGA. Rochelle presented a background on Sevananda and supporting information for the proposal. The Board asked questions. Dorian made a motion to accept the proposal as presented, and Lynn seconded. The proposal was accepted unanimously.

VII. 7:04PM Leadership Training CBLD 101

Jade led a discussion on the upcoming CBLD trainings, and Directors discussed their plans for attending, as well as their experiences at past events.

ACTION: Dorian will add a discussion of the January CBLD training at the February Board meeting.

ACTION: Dorian will touch base with Marci, Jeff, and Andrea about their ability to attend the March CBLD training.

VIII. 7:10PM Patronage Rebate Donation Recipients

Rochelle proposed the Food Co-op Initiative and the Cooperative Community Fund as the two beneficiaries for the donated rebates from the FY2013 patronage dividends. Rochelle presented information about the two groups. The Board discussed the options and how information about the beneficiaries could be shared with the member-owners. Lynn made a motion to accept the proposal as presented, and Max seconded. The proposal was accepted unanimously.

IX. 7:31PM Member Loan Campaign

The Board discussed the member loan event for Thursday February 6 at the Garden House, 6-8PM. Pitches for the event, possibilities for entertainment, and strategy for garnering RSVPs were discussed. The event will be called "Over the Top: Our Million Dollar Night." Outreach calling was discussed.

X. 7:55PM Break

XI. 8:05PM Policy Monitoring B5: Treatment of Consumers

Rochelle presented the policy monitoring report for Policy B5: Treatment of Consumers. Jade made a motion to accept the internal report as a demonstration of acting within Board-established boundaries, and Lynn seconded. The Board asked questions and Rochelle responded. The report was unanimously accepted.

XII. 8:26PM Policy Monitoring B7: Communication to the Board

Rochelle presented the policy monitoring report for Policy B7: Communication to the Board. Lynn made a motion to accept the internal report as a demonstration of acting within Board-established boundaries, and Max seconded. The Board asked questions and Rochelle responded. The report was unanimously accepted.

XIII. 8:30PM Policy Monitoring C1: Governing Style, C2: The Board's Job, C3: Agenda Planning, and C4: Board Meetings

The Board reviewed policies C1: Governing Style, C2: The Board's Job, C3: Agenda Planning, and C4: Board Meetings. The Board reviewed the policies and their responses to the policy monitoring surveys. Board members discussed the responses to the self-assessment surveys. The board asked questions of Rochelle, and Rochelle responded. Issues of member linkage, Board member accountability, and training and education were discussed.

XIV. 8:43PM Annual Retreat Planning

Dorian led a discussion of the annual retreat plans, to be held at the Amherst College Alumni House on March 30 from 10-5PM. The Board brainstormed ideas for the retreat.

XV. 9:02PM Evaluation

Board members shared their evaluation of the Board meeting.

XVI. 9:04PM Adjournment

Roz made a motion to adjourn the meeting. Christine seconded. The meeting was adjourned at 9:04PM.

Next Board Meeting: Thursday February 13, 2014 6:30-9:00pm, River Valley Market