

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

Thursday August 14th 2014, 6:32-9:05PM
River Valley Market, Northampton

Board Members Present: Vice-President/Treasurer Jade Barker, Christine Dutton, President Dorian Gregory, Marci Linker, Roz Malkin, Jeff Napolitano, Max Saito, Andrea Stanley, and Rochelle Prunty (General Manager).

Absent: Secretary Lynn DiTullio.

Others Present: Monica Nunez (Human Resources Manager) and Michelle Driscoll (Board Administrative Assistant).

Presiding: Dorian Gregory, President

Notetaker: Michelle Driscoll

Meeting convened @ 6:32PM

I. 6:32PM Member-Owner Comment Time

There were no member-owner comments.

II. 6:35PM Check-In

Marci led the Board in an icebreaker, asking attendees to share a highlight from their summer.

III. 6:48PM Agenda Review

The agenda was reviewed. The Policy Monitoring for B2 will be provided after the meeting, and a draft business plan and budget will be shared. The Election and Development committee charters will be reviewed in September.

IV. 6:49PM Review and Approval of Minutes

Review of 7/10/14 Meeting Minutes: Marci moved to accept the minutes. Max seconded. The minutes were approved with eight votes in the affirmative and one abstention.

V. 6:50PM River Valley Market LLC operations board resolutions

Rochelle presented a leasing agreement for office space, and discussed the need for the additional space. Rochelle requested a resolution authorizing Rochelle to sign the lease for one year with an option to renew. Roz made the resolution, and Marci seconded. The Board asked questions related to the move and discussed information about the property. The resolution was unanimously accepted.

Rochelle gave an update on the refinancing project, and discussed the opening of a Treasury Repurchase account through People's United Bank.

VI. 7:12PM Policy Monitoring C8: Governance Investment

Jade led a review of policy C8: Governance Investment. The Board discussed the policy and their responses to the self-assessment survey. The Development Committee will keep a list of trainings that Board members attend through out the year to help with future monitoring. Additional training needs for new Board members were discussed. Revision of the language of 2a was discussed. ACTION: Christine will present a proposal for revision of policy C8:2a at the September meeting.

VII. 7:22PM Business Planning and Budgeting

Rochelle shared a draft business plan and budget. Board members asked questions, and Rochelle responded. Rochelle reviewed the FY14 financials and highlights from the fiscal year. Rochelle also discussed the decision making process for the FY15 projections and budgeting. Comparisons of the Co-op's numbers to other NCGA co-ops were reviewed. Information about the living wage campaign and gain-sharing were discussed. The current remodeling plans were reviewed. The management 2014 SWOT analysis was discussed. Priorities for and Key Financial Goals for FY15 were reviewed. Rochelle will present the B2 monitoring report at the September meeting.

VIII. 7:58PM Break

Monica left the meeting.

IX. 8:13PM Annual Meeting Planning

The Board discussed the annual meeting. The meeting will take place on December 4th at Look Park with a theme of Roots and Shoots. Planning for speakers, food, ice breakers were discussed. Ideas about vision dioramas, mobiles, and boards were shared, including a diorama and/or vision board workshop before the meeting. *Potential questions to spark visioning were discussed: Imagine if... every conventional grocery store was replaced by a co-op? How can cooperatives help the community? How can our Co-op help the community? What do you love about your Co-op? What would more of what you love at the Co-op look like?* The Annual Meeting committee will report at the September meeting after revisiting and refining these ideas.

X. 8:39PM Board Election Committee

Jade gave an update on the Board Election Committee and discussed potential Board member applicants.

XI. 8:42PM Member Linkage Opportunity

Dorian led a discussion about member linkage opportunities for an October 23 David Thompson (author of "Weavers of Dreams") book-signing event. Ideas included having a beer tasting, having someone interview him, and write something for the newsletter.

XII. 8:48PM GM Evaluation- Executive Session

Jeff made a motion to go into executive session with only Directors present. Christine seconded. Rochelle and Michelle left the meeting. The meeting went into executive session at 8:48PM.

The Board came out of executive session at 9:00PM.

Jeff put forth a motion, in recognition of her continued excellent performance as demonstrated by the store's successful performance, and in keeping with industry standards, to increase the General Manager's salary for FY2015. The motion was seconded by Roz. The Board voted unanimously.

XIII. 9:05PM Appreciation and Adjournment

The meeting was reviewed. Dorian made a motion to adjourn the meeting. Jade seconded. The meeting was adjourned at 9:05PM.

Next Board Meeting: Thursday September 11, 2014 6:30-9:00pm, River Valley Market