

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

Thursday April 10th 2014, 6:32-9:07PM  
River Valley Market, Northampton

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

**Absent:** Andrea Stanley.

**Others Present:** Alex Risley Schroeder (Member-owner), Harriet Tepfer (Board Member, Brattleboro Food Co-op) and Michelle Driscoll (Board Administrative Assistant).

**Presiding:** Dorian Gregory, President

**Notetaker:** Michelle Driscoll

## Meeting convened @ 6:30PM

### I. 6:32PM Member-Owner Comment Time

Harriet Tepfer from Brattleboro Food Co-op was welcomed, and introduced herself.

There were no member-owner comments.

### II. 6:34PM Check-In

Dorian led the Board in a moment of silent meditation. Reflecting on concepts from the retreat, Dorian shared the RASA concept from the retreat- Receive, Appreciate, Summarize, Ask. She also shared the idea from the retreat that one's participation in conversation can be as one that moves the conversation along, one that opposes, one that adds to or carries along, or as one who acts as a bystander.

Max joined the meeting. Alex Risley Schroeder joined the meeting.

People shared an example related to the communication techniques, and/or their favorite things about spring.

Alex introduced herself.

ACTION: Christine will prepare an icebreaker for next month.

### III. 6:47PM Agenda Review

The agenda was reviewed.

### IV. 6:47PM Review and Approval of Minutes

Review of 3/14/14 Meeting Minutes: Marci moved to accept the minutes. Max seconded. The minutes were approved unanimously.

Jeff joined the meeting.

### V. 6:49PM River Valley Market LLC operations board resolutions and and NCCM board resolutions

Rochelle did not have any River Valley Market LLC operations board resolution. Rochelle shared a memo to the NCCM Board from Valerie Dahl, Finance Manager requesting that household member Cathie Schweitzer be made the primary household member following the death of primary member Janice Sypek. Dorian made a motion to accept the request, and Roz seconded. The Board discussed the request. The Board

unanimously approved the request.

#### **VI. 6:53PM Food For All Program and Store Update**

Rochelle shared details of the new Food for All Program. The program provides a 10% discount to those who qualify for SNAP, WIC, or disability benefits. Rochelle discussed the program structure and application process, the logistics and implementation, and future plans for the program. Suggestions for places to advertise the program were shared. Comparisons to the Brattleboro Co-op's program were discussed. The number of people in the program, the sales and discounts from usage, and the overall SNAP sales will be tracked to provide information on the efficacy of the program.

Rochelle also shared information about recent All Staff meetings, including the employee survey feedback and the upcoming gain sharing plan for staff.

Lynn joined the meeting.

#### **VII. 7:05PM Annual Meeting Committee**

Jade led a discussion about the formation of the Annual Meeting Committee. Tasks for the committee include coming up with venue, theme, and design of the meeting. A charter needs to be created for the committee. Lynn and Jeff will be on the committee, and Andrea was proposed as a third committee member. Potential dates and times for the Annual Meeting were discussed.

**ACTION:** The Annual Meeting committee will bring proposals for the annual meeting to the May meeting, including location and venue.

#### **VIII. 7:17PM Policy Monitoring B9: Emergency GM Succession**

Rochelle shared her monitoring report for Policy B9: Emergency GM Succession. Dorian made a motion to accept the report as a demonstration of acting within board-established boundaries. Lynn seconded. Rochelle shared highlights from the report. The Board asked questions, and Rochelle responded. The motion was approved unanimously.

#### **IX. 7:24M Policy Monitoring C7: Board Committee Principles**

The Board reviewed policy C7: Board Committee Principles. The Board discussed their responses to the self-assessment survey. Discussion included reflection on deviations in scoring and comments, the relationship between the Executive committee and the committees when an Executive committee member is on a committee, the role of committees, the experience of the BED and Member Loan committees, need for clarification of committee roles and expectations, and the process of proposals from committees to the Board as a whole.

#### **X. 7:42PM Participation on Board Election and Development Committee**

Dorian made a motion to require directors running for re-election to recuse themselves from participation on the Board Election and Development (BED) Committee by June 1st before that election to avoid an appearance of conflict of interest. Jeff seconded. The proposal was discussed, including shortening the period of recusal, and separating out the election and development functions of the committee. Dorian offered an amended proposal that the committee be split into two committees, one for Election and one for Development; and that directors running for re-election recuse themselves from participation on the Election Committee by June 1st before that election to avoid an appearance of conflict of interest. Jeff seconded the amended proposal. The proposal was unanimously accepted. The decision will be added to the new committees'

charters. Participation in the committees will be discussed at the May meeting.

**XI. 7:50PM Break.**

**XII. 8:08PM Recruitment**

Plans for director recruitment and cultivation were discussed. Rochelle will work on potential events. Dorian, Jade, and Roz will work with Rochelle. The previous lists will be shared with the Board for discussion at the next meeting.

ACTION: Dorian, Jade and Roz will work with Rochelle to create a proposal for events/linkage for next meeting.

Alex left the meeting.

**XIII. 8:29PM Board Retreat Debrief- Discussion about Growth**

The Board discussed the effectiveness of the retreat, and discussed plans for member engagement around growth. Dorian discussed next steps for the growth process, including reviewing and deciding who makes what decisions when, figuring out what we need to know, and then what to communicate to members.

Rochelle shared a presentation about Managing Our Growth and Planning for Business Expansion, and the Board asked questions and shared feedback. Board involvement with the feasibility process was discussed.

**XIV. 9:07PM Adjournment and Planning**

The June Board meeting date was discussed, and no meeting will be held in June.

Dorian made a motion to adjourn the meeting. Jeff seconded. The meeting was adjourned at 9:07PM.

Next Board Meeting: Thursday May 8, 2014 6:30-9:00pm, River Valley Market