

**Northampton Community Cooperative Market, Inc.**  
**Board of Directors Meeting Minutes**  
Thursday December 11th 2014, 6:30-9:24PM  
River Valley Market, Northampton

**Board Members Present:** Vice-President/Treasurer Jade Barker, Secretary Lynn DiTullio, Christine Dutton, Roz Malkin, Jeff Napolitano, Alex Risley Schroeder, Andrea Stanley, and Rochelle Prunty (General Manager)

**Absent:** President Dorian Gregory and Max Saito.

**Others Present:** David Elvin (Member-owner), Jacquie Fraser (Member-owner), Eric Friedland-Kays (Member-owner), and Michelle Driscoll (Board Administrative Assistant).

**Presiding:** Vice-President/Treasurer Jade Barker

**Notetaker:** Michelle Driscoll

**Meeting convened @ 6:30PM**

**I. 6:30PM Member-Owner Comment Time**

There were no member-owner comments. David Elvin shared his appreciation for the annual meeting. Eric Friedland-Kays shared his reflections on the feeling of community at the annual meeting, and feeling invigorated from running for the board. Jacquie Fraser shared her experience of feeling more connected to the store through the process of running for the board. Alex shared her reflections on and thanks for the annual meeting. Lynn thanked the candidates for running.

**II. 6:33PM Icebreaker and Agenda Review**

The agenda was reviewed. Roz shared an icebreaker. Andrea joined the meeting.

**III. 6:41PM Post-election: Board Member Acknowledgement**

Jade shared her appreciation for the people who ran for the Board, on behalf of the Election committee. Roz shared her reflections on being part of the Election committee. Jade asked the current and returning Board members to share their reflections. The Directors touched on being part of the Board election cycle, on the annual meeting, and on the importance of the Board to the co-op. The Board shared their appreciation for all the candidates.

**IV. 6:57PM Review and Approval of Minutes**

Review of 11/13/14 Meeting Minutes: Lynn moved to accept the minutes. Roz seconded. The minutes were approved by a vote of 6 in the affirmative with one abstention.

**V. 7:00 Strategic Conversation**

The strategic conversation included a review of "The Board's Delegation to the General Manager" chart from Cooperative Development Services and a discussion on delegation and work flow at the Co-op. The current Ends policy was also reviewed. Jade led a review of the "Four Pillars of Cooperative Governance"- teaming, democracy, strategic leadership and accountable empowerment, including the way they rest on the base of cooperative principles and values, and hold up the success of the cooperative. Ways to continue to facilitate member and community linkage, especially regarding upcoming growth, were discussed.

**VI. 7:27PM Business Update**

Rochelle shared her monthly business report with the Board, including an update on Thanksgiving and sales growth, and the remodel progress and phase two planning.

#### **VII. 7:37PM Strategic Conversation Continued**

The Board looked at the questions, "Who do we exist to serve now? In the future?" The Board broke into small groups to discuss the questions. Some of the focuses were about the ways the co-op serves the community, and the interconnection of the co-op and the community. Other focuses included creating educational and outreach opportunities, helping other cooperatives, doing outreach to diverse communities, considering the future of member-ownership, supporting small enterprise, and thinking about accessibility issues.

#### **VIII. 8:15PM Break**

David, Jacquie, and Eric left the meeting.

#### **IX. 8:25PM Appreciation of Board Members**

Rochelle shared the Co-op's appreciation of the Board members.

#### **X. 8:36PM Agenda Review**

The Policy Monitoring B: Global Executive Constraint, Policy Monitoring B5: Treatment of Consumers and review of the Board's 2015 Calendar were tabled until January.

#### **XI. 8:37PM River Valley Market LLC Operations Board Resolutions**

There were no River Valley Market LLC operations Board resolutions.

#### **XII. 8:37PM Board Policy Monitoring D1: Unity of Control**

Jade led a review of policy D1: Unity of Control. The Board discussed the policy and their responses to the self-assessment survey.

#### **XIII. 8:39PM Annual Meeting Debrief and Results of Board Election**

The Board discussed what they did well, and what they want to do differently regarding the annual meeting and election process. Ideas for the future included how to better integrate the tabling and the visiting groups as part of the meeting; thinking about how to integrate the mobile making workshop or similar exercise; keeping the speeches short; getting the speeches taped and on Facebook; how having a contested election kept energy going; thinking about a larger and different venue; and how talk about growth of the store drew interest. Questions discussed included how to generate more buzz and how to thank the staff. The Board thanked the staff for their work. The Committee will look at potential ideas for restructuring the member question period. Andrea will look into potential venues.

#### **XIV. 8:59PM Executive Session**

Review of 11/13/14 Executive Session Minutes: Andrea moved to accept the minutes. Jeff seconded. The minutes were approved by a vote of 6 in the affirmative and 1 abstention. Lynn made a motion to go into executive session to discuss real estate and business opportunity with the Board, Rochelle and Michelle present. Jeff seconded. The Board entered executive session at 9:00PM. The Board came out of executive session at 9:22PM.

#### **XV. 9:22PM CBLD Co-op 101**

The January 10<sup>th</sup> CBLD Co-op 101 in Keene, NH was discussed. The Board discussed inviting candidates to also attend.

#### **XVI. 9:24PM Adjournment**

The meeting was reviewed. Jeff made a motion to adjourn the meeting. Roz seconded. The meeting was adjourned at 9:24PM.

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