

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

**Wednesday January 25, 2017, 6:30-9:05 PM
River Valley Co-op, Northampton**

Board Members Present: President Dorian Gregory, Steve Bruner, Eric Friedland-Kays, Roz Malkin, Lynn DiTullio, and General Manager Rochelle Prunty.

Absent: Vice-President Andrea Stanley, Treasurer Jade Barker, Clerk Alex Risley Schroeder, and Christine Dutton.

Others Present: Natasha Latour, Marketing Manager

Presiding: President Dorian Gregory

Meeting convened @ 6:30 PM

I. 6:30 PM Member-Owner Comment Time

II. 6:31-6:45 PM Ice-Breaker

Roz led the ice-breaker. Cat in the Hat Quote: What makes you, you?

III. 6:45-6:55 PM Agenda Review and Approval of Minutes

Dorian proposed doing the Executive Session after the minutes because Alex could be available by phone at that time. Postponed the monitoring reports B7 Communication to the Board and B3 Asset Protection until February meeting. The revised agenda was accepted.

Review of December, 28 2016 Meeting Minutes. Dorian moved to accept the minutes. Eric seconded. The minutes were approved by a 3-0-2 vote in the affirmative, 0 opposed, with Lynn and Steve abstaining since they were absent for the last meeting.

IV. 6:55-7:00 PM Action Items

Dorian reviewed the action items from last meeting.

ACTION: Roz will do the January meeting ice-breaker and serve as the timekeeper. Done.

ACTION: Dorian will put an item on the January agenda to form a committee to work on the new Board Member orientation process. Tabled.

ACTION: The B3: Asset Protection issue will be updated in January.

ACTION: A committee of Jade, Christine and Roz will respond to anyone that left contact information with their feedback and comments from the Annual Meeting. Dorian will make mention of the feedback in the President's report.

V. 6:56 PM River Valley Market LLC Board resolutions and RVC Properties LLC

Board resolutions: None

VI. 6:56-7:00 PM Conflict of Interest

All conflict of interest forms read aloud and submitted to file.

VII. 7:00-7:50 PM Executive Session

Lynn made a motion to go into Executive Session for discussion of real estate and personnel issues. Vote was unanimous.

Break: 7:50-8:00

VIII. 8:00-8:10 Slate of Officers

Dorian made a motion to propose the Slate of Officers:

Dorian President

Andrea Vice-President

Alex Clerk

Jade Treasurer

Steve seconded the motion which passed unanimously. Appreciations expressed for Lynn's excellent past work as Treasurer and Clerk on the Executive Committee.

IV. 8:10-8:25 PM Committee Updates

Lynn: Capital Campaign with Jade

Steve: Election Committee

Alex, Dorian and Christine cannot serve on Election Committee since they are up for re-election.

Andrea: Communication Committee with Roz, Eric

Roz: Annual Meeting

Christine: Austin Miller Committee

Dorian will compile and send out a table of who is serving on what committee.

V. 8:25-8:35 Board Calendar Discussion

April and subsequent board meetings will be 2nd Wednesday.

Reviewed board calendar changes for 2017.

Discussed dates and topics for an April board retreat with Michael Healy.

June 8-10 CCMA in Minneapolis.

VII. 8:35-8:55 Board Process Monitoring Reports

C1-Governing Style, C2 The Board's Job, C4 Board Meetings

Discussion of board communication with member-owners and possible monthly meeting with board members in the café.

VIII. 8:55-9:00 Review Action Items and Closing Appreciations

Worked on nuts and bolts, interesting and exciting meeting.

New

ACTION: Steve will do the February meeting ice-breaker and serve as the timekeeper.

X. 9:05 PM Adjourn Meeting

PARKING LOT: Look at avenues for Board organized community participation around promoting local food.

The Board committee working on new Board member orientation will develop a summary or graphic tool to summarize Board policies.

Next Board Meeting: February, 22 2017 6:30-9:00 PM, River Valley Co-op