

Northampton Community Cooperative Market, Inc.
Board of Directors Meeting Minutes
Wednesday February 26, 2020 6:30- 9:10 PM

Board Members Present: President Dorian Gregory, Vice-President Mark Devlin, Treasurer Jacquie Fraser, Emily Laine, Abby Getman Skillicorn, Wendy Messerli

Managers: General Manager Rochelle Prunty

Absent: Clerk Alex Risley Schroeder, Gary Schaefer

Notetaker: Beth Skinner Co-op Leadership Administrator

Presiding: President Dorian Gregory

Meeting convened @ 6:30 PM

I. 6:30 PM Owner comments

II. 6:35 PM Agenda Review and Approve Minutes

- Steve will do the ice-breaker in March.
- Steve moved and Jacquie seconded a motion to approve the January 2020 minutes with corrections. The motion passed unanimously with no abstentions.

III. 6:45-6:50 PM Action Items

No action items from the last meeting.

IV. 6:50 PM River Valley Market LLC and RVC Properties LLC Board Resolutions

Dorian made a motion and Emily seconded for RVC properties to open up a bank account with Capital One Bank with authorized signatories of Wendy, Duke and Rochelle. The motion passed unanimously with one abstention.

IV. 6:55- 7:10 PM B4 Monitoring Report Membership Rights and Monitoring Report B3 Asset Protection

Jacquie moved and Steve seconded to accept B4 from management as a demonstration of acting within Board established policies and ends. The motion passed unanimously with no abstention.

B3 Asset Protection staff survey

Abby moved and Emily seconded to accept B3 from management as a demonstration of acting within Board established policies and ends. The motion passed unanimously with no abstention.

Directors' appreciated the attention to detail in both monitoring reports and the impressive

media coverage and press release on the Easthampton store.

**V. 7:10-7:40 PM Diversity, Equity, and Inclusion Video: La Donna TEDTalk
YouTube Introduction**

Directors watched the presentation by LaDonna. Next steps will occur at the board retreat. There is reading material available at 40 Main and Wendy will e-mail reading suggestions.

VI. 7:40- 8:00 PM Board Committees 2020

- Gary will chair election committee until it becomes a conflict for him and Mark will take over in June. Abby will be on the election committee
- Revisit in June the idea that previous board members might serve on the election committee
- Gary, Dorian and Alex are up for re-election
- Emily is Annual meeting chair and Wendy will serve on the committee (collaborative effort with board and staff)

Break 8:00-8:15 PM

VII. 8:15-8:35 PM April 4, 2020 Annual Board Retreat

- The board reviewed Michael's draft agenda
- Important we are one co-op with one board and 2 stores
- Morning is a 3-hour session with LaDonna will go over the board's aggregate score, purpose of individual meetings, and training for self-study
- Role playing is helpful
- Zoom with the board president of Onion River about their experience of opening a new store
- What is the boards' role in the next 12 months (Columinate has a field guide about boards' role with 2 stores and importance of speaking with one voice)

VIII. 8:35--8:45 Board Development Opportunities

- CCMA attendees Dorian, Mark, Steve, Wendy and Jacquie (possibly Gary)
- 2 Webinars from Columinate: Deep Dive Into Policy Governance March 2- 8:00-9:00
- Columinate webinars: Financial training for board members - May 5,12,19 and 26 8:00--8:00 – 9:15pm
- Groundbreaking ceremony March 21, 10:30-12:00
- NFCA (Neighboring food co-op association) Annual Meeting March 21, 2020 in Greenfield

8:45 Dorian made a motion and Steve seconded to go into executive session. The motion passed unanimously with no abstentions.

Steve made a motion and Abby seconded to accept January 20, 2020 executive minutes. The motion passed unanimously with no abstentions.

Action Items

- Create a google doc with questions to ask Onion River Board President about their expansion during board retreat **Beth**
- Reading Material on Diversity, Equity, and Inclusion will be at 40 Main and **Wendy** will e-mail suggestions

Appreciations

- Rochelle for working on so many fronts

9:10 PM Steve moved to adjourn the meeting and Emily seconded. The motion passed unanimously with no abstentions.

REMINDERS:

Actions that will be resolved in the future or specific dates for upcoming meetings/events.

- Packets need to be completed by Thursday at 5:00 PM week before board meeting or the agenda will be changed
- Executive committee meets the 2nd Wed of the month 5:30 (2 weeks before the board meeting)

Next Board Meeting March 25, 2020 at 40 Main because of Owner Appreciation Day

PARKING LOT:

Parking Lot items are reflected in board annual retreat and available for executive committee review.

- Executive committee will provide opportunities in board meetings as needed to practice with one voice
- Look at avenues for Board organized community participation around promoting local food
- Are there Board committees that co-op owners should be invited to join and how should that be done?
- Board relationship with staff is a possible retreat conversation
- Executive Committee will discuss meaningful meetings with co-op owners
- Discussion on electronic voting
- Discuss in the board retreat linking board plans to cooperative values
- Update on the Co-op's Green team
- Policy committee will review C3 number 4 for a proposed wording change

Director	Mar 19	Apr 19	May 19	Jun 19	July 19	Aug 19	Sep 19	Oc 19	No 19	Dec 19	Jan. 20	Feb 20
Steve Bruner	abs	X	X	X	abs	X	X	X	X	X	X	X
Dorian Gregory	X	X	abs	X	X	X	X	X	X	X	X	X
Jacque Fraser	X	X	X	X	X	X	X	X	X	X	X	X
Mark Devlin	X	X	X	X	X	X	X	X	X	X	X	X
Alex Risley Schroeder	X	X	X	abs	X	X	X	X	X	X	X	abs
Gary Schaefer	X	X	X	X	X	X	X	abs	X	X	X	abs
Emily Laine	X	X	X	X	X	X	X	X	abs	X	X	X
Abby Getman Skillicom										X	X	X
Wendy Messerli										X	X	X