

**Northampton Community Cooperative Market, Inc.**  
**Board of Directors Meeting Minutes**  
**Wednesday October 11, 2017 6:30- 9:44 PM**  
**River Valley Co-op, Northampton**

**Board Members Present:** President Dorian Gregory, Vice-President Andrea Stanley, Clerk Alex Risley Schroeder, Treasurer Jade Barker, Lynn DiTullio, Jacquie Fraser, Steve Bruner, Eric Friedland-Kays, and General Manager Rochelle Prunty.

**Others:** Co-op owners: Alex Allred #5029, Maegan Moynahan #2209, and Steve Bandarra #2209

**Absent:** Christine Dutton

**Note taker:** Monica Nunez, Human Resources Manager

**Presiding:** President Dorian Gregory

**Meeting convened @ 6:30 PM**

**I. 6:30- 6:32 PM Member-Owner Comment Time**

Dorian acknowledged and welcomed the owners in attendance, and asked if they had any comments for the Board.

Alex Allred would like to know all current and past members of management and/or the Board who have worked for NCG and/or CDS. Also has a request in writing.

Maegan would also like to know that.

Steve will hold his comments for another time.

**II. 6:32-6:38 PM Agenda Review and Approval of Minutes**

Andrea gave an icebreaker – what is your favorite food or your favorite thing to do in Autumn?

Jade made a motion to approve the minutes and Jacquie seconded the motion. Six voted in favor with Steve and Eric abstaining.

**III. 6:38- 6:40 PM Action Items**

Directors reviewed the action items from the last meeting.

**ACTION:** Date of Board Policy Manual needs to be changed to September 2017 on website  
Natasha – IN PROCESS – Alex

**ACTION:** Matrix Summary of Policy Monitoring Report July 2016-June 2017 for October Meeting DONE

**ACTION:** Jacquie requested a year of monitoring reports from Beth to prepare. IN PROCESS

**IV: 6:40 PM River Valley Market LLC operations board resolutions and RVC Properties LLC board resolutions:** None.

**V. 6:40 – 7:11 PMA: Ends**

Directors reviewed and discussed highlights of the Ends Report, asked clarifying questions, and expressed their appreciation for the thoroughness of information. Dorian also reminded Directors that further information from the financial audit was available to them at any time. Dorian made a motion to accept internal report as a demonstration of acting within board-established boundaries of executive limitations. Lynn seconded. The motion was approved unanimously with no abstentions.

6:43 PM Duke Bouchard, Finance Manager, joined the meeting.

**VI 7:11 – 7:37 PM Executive Session**

Dorian made a motion to go into Executive Session with management staff to discuss and obtain updates on confidential real estate and personnel issues. Alex seconded. Co-op owners (non-directors) left the meeting.

**VII. 7:37 – 7:54 PM C6: Officer's Roles**

Directors reviewed the results of their self-assessment survey, and shared thoughts on how to make improvements toward succession planning and onboarding.

**ACTION:** Jade and Alex will work on job descriptions for Executive Committee Officers.

**VIII. 7:54 PM – 8:04 PM Elections Committee**

Directors discussed the new director orientation outline presented, and suggested some improvements. Dorian made the motion to accept the outline with the suggested changes, Andrea seconded. Vote was unanimous.

**ACTION:** Board Nomination and Election Policy Process manual in legal review and will be presented at the November meeting.

**IX. 8:04 – 8:13 PM Board Training and Development**

Directors reviewed the proposal to use funds for use of training and professional development.

**Break 8:14- 8:28 PM**

**X. 8:28- 9:40 PM Executive Session**

Dorian made a motion that the Board go into Executive Session without management staff to discuss personnel issues. Alex seconded the motion. Management (Rochelle, Duke, Monica) left the meeting.

**9:40 PM** Dorian made a motion that the Board come out of Executive Session. Lynn seconded the motion.

Dorian moved to accept the Executive Committee minutes from September with no changes. Jade seconded. The motion was approved unanimously, with two abstentions: Eric and Steve

**XI. 9:42 PM Next Steps**

**ACTION:** Jade and Alex will work on job descriptions for Executive Committee Officers.

**ACTION:** Board Nomination and Election Policy Process manual in legal review and will be

presented at the November meeting.

**ACTION:** Date of Board Policy Manual needs to be changed to September 2017 on website  
Natasha – IN PROCESS – Alex

**ACTION:** Matrix Summary of Policy Monitoring Report July 2016-June 2017 for October  
Meeting DONE

**ACTION:** Jacquie requested a year of monitoring reports from Beth to prepare. IN PROCESS

**ACTION:** Board will draft response to co-op owner's written request for information - Dorian

**PARKING LOT:**

Dorian and Alex will review policies for needed updates  
Look at avenues for Board organized community participation around promoting local food.

**9:44 PM Adjourn**

Dorian motioned to adjourn. Steve seconded. Meeting adjourned at 9:44 PM.

**Next Board Meeting: November 08, 2017, 6:30-9:00 PM, River Valley  
Co-op**