

Northampton Community Cooperative Market, Inc.
Board of Directors Meeting Minutes
Wednesday February 14, 2018 6:30- 9:25 PM
River Valley Co-op, Northampton

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

Others: Duke Bouchard, Finance (phone)

Absent: Gary Schaefer, Dorian Gregory, Treasurer

Notetaker: Beth Skinner, Co-op Leadership Administrator

Presiding: President Andrea Stanley

Meeting convened @ 6:30 PM

I. 6:30-6:50 PM Agenda Review and Approval of Minutes

- Eric offered an icebreaker- recall a time where you were waiting for something to happen and it seemed to take forever.
- Jacquie will do icebreaker in March.

Alex made a motion to approve the January minutes with corrections and Steve seconded. The motion passed with six in favor and one abstention.

II. 6:50-6:55 PM Action Items

Directors reviewed the action items from the last meeting.

Action: In response to the suggestion that the Board communicates support for undocumented immigrant farmworkers and supports CISA's recent editorial, it was agreed that additional education on the topic would be useful-in process

Action: Alex and Dorian will work on job descriptions for Executive Committee Officers- In Process

Action: Andrea will do a doodle poll about the date for the next board meeting-Done

Action: Beth will e-mail Steve information on orientation and board elections-Done

Action: Lynn and Jacquie will give Steve suggestions about board book and orientation-Done

Action: Andrea will follow up with Gary and Jade about signing the conflict of interest form and ask what committee they wish to be on-in process

Action: Andrea will update committee chart and add the Board Development Committee-In Process

Action: Beth will find charter for Board Expansion Education Committee-Done

Action: Beth will send out more e-mail reminders about survey monkey- in process

6:55 Andrea made a motion to go into Executive Session to discuss the market study and Steve seconded the motion. The motion was approved unanimously. Duke Bouchard, (Finance) and David Retzlaff (Dakota) joined the meeting by phone.

Others Attending: Natasha Latour, Marketing, Liesel de Boor, Store Manager, Beth Skinner, Administrative Assistant, Rochelle Prunty, General Manager.

III. 6:55- 8:00 PM Executive Meeting Market Study

IV 8:00 PM

Andrea made a motion to adjourn Executive Session and Alex seconded the motion. The motion was approved unanimously with no abstentions.

Andrea made a motion to accept Executive session minutes with corrections and Steve seconded. The motion was approved unanimously with no abstentions.

V. 8:00-8:10

Steve went over the second store timeline, which is a living google document that will be updated regularly. Jacquie and Eric will check if they have access to the google document.

Break 8:10- 8:15 PM

8:15 Alex made a motion to go into Executive Session and Andrea seconded the motion. The motion was approved unanimously with no abstentions.

VI. 8:15-9:00 PM Executive Session Capital Campaign

VII. 9:00-9:05 PM

Lynn made a motion to adjourn Executive Session and Alex seconded the motion. The motion was approved unanimously with no abstentions.

VIII. 9:05

Lynn made a motion to approve amending the August 9, 2017 Resolution to say Resolution of The Board of Directors of Northampton Community Cooperative Market, Inc. D/B/A River Valley Co-op for Authorizing the Extension of Existing and Recently Matured and Repaid Member Loans. Alex seconded the motion and the motion was approved unanimously with no abstentions.

IX 9:05 9:20 BI: Financial Condition & Analysis Monitoring Report

Rochelle and Duke discussed the report and net income for the quarter and responded to Board members questions. The board requested more details on positive trends. Lynn made a motion to accept this internal report with the General Manager's recommendations to achieve compliance as a demonstration of acting within board-established boundaries of executive limitations and Jacquie seconded the motion. The motion was approved unanimously with no abstentions.

X. 9:20 PM Appreciations and Next Steps

- Next board meeting will be March 14, 2018.
- Directors felt positive about the market study and appreciated the work of Rochelle and Duke.
- Directors thanked Andrea and Steve for their service as president and vice-president and for the great meeting.

Action: Inform Gary and Dorian and Natasha (website) that the next board meeting is March 14-Beth

Action: Alex and Dorian will work on job descriptions for Executive Committee Officers- in process

Action: Andrea will follow up with Gary about signing the conflict of interest forms and ask him which committee he will serve on-In Process

Action: Andrea will update committee chart and add the Board Development Committee-In Process

Action: Contact CDS consultant (Ben) about an orientation on how to ask members for loans-Rochelle

Action: Board timeline is a living document on google-Steve

Action: Beth will send out more e-mail reminders about survey monkey-In Process

Action: Executive committee will meet with Nate and Beth on Feb. 28 about making a google drive sensible and accessible to board members.

9:25 Steve made a motion to adjourn the meeting and Lynn seconded the motion. The motion was approved unanimously with no abstentions.

PARKING LOT:

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

How does the board encourage owner-members to join committees?

Next Board Meeting: March 14, 2018, 6:30-9:00 PM, River Valley Co-op

Director	Nov 17	Dec 17	Jan 18	Feb 18	Mar 14	Apr 18	May 18	Jun 18	Jul 18	Aug 18	Sep 18	Oct 18	Nov 18	Dec 18
Jade Barker	ABS	X	ABS	X										
Steve Bruner	X	X	X	X										
Lynn DiTullio	X	X	X	X										
Gary Schaefer	N/A	X	ABS	ABS										
Eric Friedland-Kays	X	X	X	X										
Jacque Fraser	X	X	X	X										
Dorian Gregory	X	X	X	ABS										
Alex Risley Schroeder	X	X	X	X										
Andrea Stanley	X	X	X	X										

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