

**Northampton Community Cooperative Market, Inc.**  
**Board of Directors Meeting Minutes Zoom video-conference**  
**Wednesday Nov. 18, 2020 6:30- 9:45 PM**

**Board Members Present:** President Dorian Gregory, Vice-President Mark Devlin, Clerk Alex Risley Schroeder, Steve Bruner, Gary Schaefer, Emily Laine, Abby Getman Skillicorn, Wendy Messerli

**Managers:** General Manager Rochelle Prunty, Marketing Manager Natasha Latour, Finance Manager Duke Bouchard

**Host:** Executive Assistant Debbie Marshall

**Absent: None**

**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 6:50 PM Agenda Review and Approve Minutes**

- Wendy will do the ice-breaker in December
- Dorian moved and Emily seconded a motion to approve the October 2020 minutes with corrections. The motion passed unanimously with no abstentions.

**III. 6:50-6:55 PM Action Items**

- Emily will organize an Easthampton Outreach Committee with the goal of signing 3,000 new co-op owners. The committee will report at the Nov.18 board meeting. **Emily, Rochelle and Alex In Process**
- Proposal to spend 30 minutes at each board meeting on individual policies in C: Board Process and D: Board-Management Relationship to be reflected in the board calendar **Dorian Done**
- Contact from Bay Path University who has experience with live and recorded Zoom meetings to be sent to Natasha **Mark Done**
- Track suggestions and potential policies revisions as part of the methodical review **Beth In Process**
- Approve Executive Minutes from the February board meeting **In Process**

**IV. 6:55 PM River Valley Market LLC and RVC Properties LLC Board Resolutions None**

## **V. 6:55-7:20 PM Construction and 2<sup>nd</sup> Store Progress Update**

- First section of paving is done in the parking lot
- Solar financing in process
- Proforma has been revised to accommodate 13 weeks of delay from original plan due to potential Covid related-issues
- In October The GMP (guarantee maximum price) increased due to COVID redesigned expenses in prepared foods and HVAC design but this has not changed in November
- Expect savings in equipment purchases and other areas
- Appreciation to Duke for his work on the report

## **VI. 7:20-7:40 PM Ends**

Gary moved and Steve seconded to accept internal report as a demonstration of acting within board-established boundaries of executive limitations. The motion passed unanimously with no abstentions

- Directors are proud of the co-op's accomplishments
- Impressive measures by co-op to ensure service and safety in the store
- Progress on Easthampton store
- Progress in Diversity, Equity and Inclusion program
- Webcart is available and directors should help promote this service
- Expressed appreciation to the staff for the excellent report

## **VII. 7:40-8:30 PM Policy Review Proposal**

The board calendar beginning in January 2021, will have a 30-minute discussion in at least ten of the 12 board meetings to review the policies C: Global Governance Commitment through C-8: Governance Investment.

- Six Questions to be considered;
  - What is the purpose of the policy? Why should the co-op have this as a board policy?
  - In our board functioning, how are we doing? Are we complying with the policy?
  - What is its intended outcome? What are unintended outcomes?
  - What assumptions are built into it? Who is excluded by it?
  - Are there changes to make to it that would eliminate the barriers to inclusion?
  - Are conflicts of interest that arise for Directors who are vendors or paid employees that should be proactively addressed by clarifying language in the policy?

## **Break 8:30-8:40 PM**

**8:40 PM** Dorian moved and Emily seconded the motion to go into Executive Session. The motion passed unanimously with no abstentions

**8:45 PM** Rochelle Prunty, Wendy Messerli, Beth Skinner and Debbie Marshall left the meeting.

**8:45 PM** The Board went into Executive Session

**9:40 PM** The Board left Executive Session

**9:40** Dorian made a motion to approve compensation package as discussed in executive session. Abby seconded. Approved unanimously.

Dorian made a motion to approve minutes from Feb 2020 executive session, Steve seconded. Emily, Gary and Alex abstained. Approved.

**9:40 PM** Abby made a motion to adjourn, Emily seconded. Approved unanimously.

## **Next Steps**

## **Appreciations**

## **Action Items**

- Emily will organize an Easthampton Outreach Committee with the goal of signing 3,000 new co-op owners. **Emily, Rochelle and Alex**
- Track suggestions and potential policies revisions as part of the methodical review **Beth**
- Orientation and update for new board members on 2<sup>nd</sup> store progress and construction at the December board meeting **Rochelle**

## **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
- **The Abolitionists Challenge**, presented by LaDonna Sanders Redmond Dec. 1  
·7:00 – 8:30pm EST

**Next Board Meetings will be December 16, 2020 Zoom video-conference**

**Annual Meeting December 2, 2020 on Zoom**

**PARKING LOT is now in google drive “Working Documents”**

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

Director	Dec 19	Jan 20	Feb 20	Ma 20	Ap 20	Ma 20	Jun 20	July 20	Aug 20	Sep 20	Oct 20	Nov 20
Steve Bruner	X	X	X	X	X	X	X	X	X	X	X	X
Dorian Gregory	X	X	X	X	X	X	X	X	X	X	X	X
Jacque Fraser	X	X	X	X	X	abs	X	abs	X			
Mark Devlin	X	X	X	X	X	X	X	X	X	X	X	X
Alex Risley Schroeder	X	X	abs	X	X	X	X	X	X	X	X	X
Gary Schaefer	X	X	X	X	X	X	X	X	X	X	X	X
Emily Laine	X	X	X	X	X	X	X	X	X	abs	X	X
Abby Getman Skillicorn		X	X	X	X	X	X	X	abs	X	X	X
Wendy Messerli		X	X	X	X	X	X	X	X	X	X	X