

**Northampton Community Cooperative Market, Inc.**  
**Board of Directors Meeting Minutes Zoom video-conference**  
**March 23, 2022 6:30- 9:00 PM**

**Board Members Present:** President Abby Getman Skillicorn, Vice-President Alex Risley Schroeder, Clerk Gary Schaefer, Treasurer Elizabeth Appelquist, Wendy Messerli, Angus Brewer, Angela D'Souza, Barra Cohen

**Managers:** General Manager Rochelle Prunty, Director of Marketing Natasha Latour, CFO Duke Bouchard

**Guests:** Meghan Sullivan, Attorney

**Facilitator:** Jade Barker

**Advisor:** Dorian Gregory

**Host:** Executive Assistant Debbie Marshall

**Absent:** Sarah Axe

**Notetaker:** Executive Assistant Debbie Marshall and Beth Skinner Co-op Leadership Administrator

**Presiding:** President Abby Getman Skillicorn

**Meeting convened @ 6:30 PM**

**I. 6:30-6:35 Member Comments**

**II. 6:40 7:00: Agenda Review and Approve Minutes**

- Barra will do the ice-breaker for April meeting
- Abby moved and Angus seconded a motion to approve the February 23, 2022 minutes with corrections. The motion passed unanimously with one abstention.

**II. 7:00- 7:05 PM Action Items**

- Send out reminder to directors who have not yet signed Conflict of Interest and Code of Ethical Conduct forms (either scanned and e-mailed to Beth or sent to administrative office attention: Debbie Marshall 40 Main Street, Suite 301, Florence, MA, 01062 **Beth Done**
- Complete and notarize Cori forms- instructions will be e-mailed **Directors and Rochelle In Process**
- Need tools of support get in touch with **Abby** or **Elizabeth In Process**

- March 19, 2022 CBL 101 Virtual Training on Foundations for being a Board Director 11:00-2:30 **Sarah, Angela and Barra Done**
- Possible Board Hike on Hilltown Land Trust **Done**
- Doodle poll for board retreat dates in April 2, 3, and 10 **Beth Done**
- Survey about meeting in person preferences **Alex Done**
- Reminder of CCMA meeting to Board Members **Beth Done**
- Sign Corporate Resolution on Easement **Alex Done**
- Add corrected minutes to RVC website **Beth Done**
- Put in parking lot what access directors have to RVC information **Beth Done**

### **III. 7:05 River Valley Market LLC and RVC Properties LLC Board Resolutions None**

### **IV. 7:05-7:20 PM B1: Financial Condition & Analysis**

Abby moved and Elizabeth seconded to accept B1: Financial Condition and Analysis internal report as a demonstration of acting within board-established boundaries of executive limitations. The motion passed unanimously with no abstentions.

- Sales growth in January and February kept RVC within budget.
- Margin (3<sup>rd</sup> highest priority) needs improvement.
- There is a plan to come into compliance.
- RVC has a prepared foods consultant for a year.
- Financial team will speed up financial reporting.

### **V. 7:13-8:05 PM Executive Session Meghan Sullivan, Attorney**

Board learns legal roles and responsibilities with respect to personnel matters and shared understanding of fiduciary responsibilities.

Abby moved and Alex seconded to go into Executive Session for Directors, Meghan Sullivan, Jade, Dorian and Rochelle. The motion passed unanimously with no abstentions.

### **8:25-8:33 PM Break**

### **VI. 8:15-8:25 B8: Board Logistical Support**

Abby moved and Barra seconded to accept B8: Board Logistical Support internal report as a demonstration of acting within board-established boundaries of executive limitations. The motion passed unanimously with no abstentions.

- Board receives important support from management.

### **VII. 8:25-8:35 PM Election Committee**

Board discusses the formation of the Election Committee.

#### Committee Chair and Members Identified.

- Meet twice a month
- Interview process before candidates are put on ballot
- Need three people
- Abby, Wendy and Barra are up for re-election and cannot serve.
- Gary, Angus, Alex and Angela will serve.
- Gary will chair for the interim.

#### **VIII. 8:35-8:40 PM CCMA: June 9-11 with Virtual Options**

Board discusses CCMA Attendance & Value.

- Board members are informed of the professional development and networking value of CCMA attendance
- In person but some virtual options.
- RVC can send everyone who wants to go.
- Rochelle and Dorian will be presenting a workshop.
- Rochelle, Dorian, Abby, Elizabeth, Angela, Wendy, Barra and possibly Angus will attend.
- Early bird registration ends April 14.
- Hotel rooms are already blocked out and Debbie needs names by May 8.
- Vaccination is required.
- Debbie will book flights.

#### **IX. 8:40-8:50 PM Board Retreat & Teaming Opportunities**

- Social gathering hike on April 10 of historic sites
- Future doodle poll for summer business retreat
- Possible in person April meeting

#### **Next Steps 8:50-8:55 PM**

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

- Complete and notarize Cori forms- instructions will be e-mailed **Directors and Rochelle**
- RSVP for April 10 hike **Beth**
- Need tools of support contact **Abby** or **Elizabeth**
- Add corrected minutes to RVC website **Beth**
- Send out information on election committee **Gary**
- CCMA hotel registration and travel arrangements **Debbie**
- Doodle Poll for scheduling summer retreat business meeting **Beth**

## Appreciations

Good legal presentation  
 Ability to rearrange agenda  
 Ending on time  
 Thank you for slides

**9:00 PM** Abby moved and Gary seconded to adjourn the meeting.

### REMINDERS:

- Packets need to be completed by Thursday at 5:00 PM week before board meeting or the agenda will be changed.
- Reminder to look at Annual meeting charter for possible updates.
- Columiate has resources for DEI and a series of webinars on financial training.

**Next Executive Meeting will be April 12, 2022 5:30-7:30 PM**

**Next Board Meeting April 27, 2022 6:30-9:00 PM**

### 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	Apr 21	May 21	Jun 21	July 21	Aug 21	Sep t21	Oct 21	No 21	Dec 21	Jan 21	Feb 22	Mar 22
Angus Brewer	X	X	X	X	X	X	X	X	X	X	X	X
Alex Risley Schroeder	X	X	X	X	X	X	X	X	X	X	X	X
Gary Schaefer	X	X	X	X	X	abs	X	X	X	X	abs	X
Abby Getman Skillicorn	X	X	X	X	X	X	X	X	X	X	X	X
Wendy Messerli	X	X	X	X	X	X	X	X	X	X	X	X
Sarah Axe									X	X	X	abs
Angela D’Souza									X	X	X	X
Elizabeth Appelquist									X	X	X	X
Barra Cohen										X	X	X

