

# Northampton Community Cooperative Market, Inc. Board of Directors Meeting Minutes

Wednesday July 27, 2016, 6:30-9:06PM  
River Valley Co-op, Northampton

**Board Members Present:** Clerk Jade Barker, Treasurer Lynn DiTullio, Christine Dutton, Eric Friedland-Kays, President Dorian Gregory, Roz Malkin, Alex Risley Schroeder, Vice-President Andrea Stanley, and Rochelle Prunty (General Manager)

**Absent:** Steve Bruner

**Others:** Monica Nunez, HR Manager; Duke Bouchard, Finance Manager; Natasha Latour, Marketing & Membership Manager; and Michelle Driscoll, Board Administrative Assistant.

**Presiding:** President Dorian Gregory

**Notetaker:** Michelle Driscoll

**Meeting convened @ 6:30PM**

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

There were no member-owner comments.

## **II. 6:34PM Agenda Review, Firestarter, and Upcoming Meeting Schedule**

Jade shared a firestarter, asking people to share their favorite things to do to stay cool in the summer.

There were no changes to the agenda.

ACTION: Dorian will do the August firestarter and serve as meeting timekeeper.

## **III. 6:41PM Review and Approval of Minutes**

Review of May 25, 2016 Meeting Minutes: Andrea moved to accept the minutes. Eric seconded. The minutes were unanimously approved.

## **IV. 6:42PM Action Items**

Michelle and Rochelle reviewed the action items from last meeting.

Alex joined the meeting at 6:44PM.

## **PENDING:**

ACTION: The B3: Asset Protection issue will be reported on in July. PENDING

ACTION: A final report on the B Global Executive Restraint issue resolution will be shared in July. PENDING

ACTION: Directors to provide information to Alex regarding election candidate pool, including historical notes, deletions, additions, and willingness to contact. IN PROCESS.

## **V. 6:45PM River Valley Market LLC operations board resolutions and RVC Properties LLC board resolutions**

There were no resolutions.

## **VI. 6:46PM Committee Updates**

Christine reviewed the Austin Miller Committee debrief. She suggested involving

additional Board members, staff, and/or member-owners on the committee, as an opportunity to engage folks. The Board reviewed the event. The idea of having the event offsite was discussed.

Alex reviewed the Election Committee update, including updates to the application and outreach plans to potential Board members. Ideas were shared about volunteer opportunities for member-owners to encourage potential future Board involvement.

Parking Lot: Look at the Bylaws regarding liquor licensing background check needs as an eligibility requirement for Board members.

#### **VII. 7:11PM Board Budget**

Lynn presented the proposed Board Budget for FY17. The Board reviewed and discussed the line items, and made suggestions for revision. Dorian made a motion to approve the budget as revised with a cap of \$80,000.00. Jade seconded.

#### **VIII. 7:25PM Executive Session**

Dorian made a motion that the Board go into an executive session with Board members, Monica, Duke, Natasha, Michelle, and Rochelle present. Andrea seconded. The Board went into Executive Session at 7:25PM.

The Board came out of executive session at 8:18PM.

Lynn made a motion to approve the minutes from the May 25th, 2016 executive session as amended. Alex seconded. The minutes were approved by a vote of eight in the affirmative and one abstention.

#### **IX. 8:18PM Break**

Natasha, Monica, and Duke left the meeting at 8:18PM.

#### **X. 8:31PM Policy Monitoring B4: Membership Rights and Responsibilities**

The Board tabled the discussion of Policy B4 due to time constraints, to be reviewed in August.

#### **XI. 8:32PM Debrief Retreat and CCMA**

The Board discussed financing options and next steps with that process. The GM will provide recommendations to the Board.

**ACTION:** Lynn and Jade will put together an info packet about the co-op's financing history and future options for a board education session for the September Board meeting.

The Board shared their reflections on the Board retreat at City Market/Onion River Co-op in Burlington, VT.

The Board shared reflections on CCMA.

#### **XII. 8:56PM Policy Monitoring C: Global Governance Commitment**

The policy was reviewed and the results of the self-assessment survey were discussed.

#### **XIII. 9:03PM Next Steps**

##### **NEW:**

**ACTION:** Dorian will do the August firestarter and serve as meeting timekeeper.

**ACTION:** Lynn and Jade will put together an info packet about the co-op's financing history and future options for a board education session for the September Board meeting.

**ACTION:** The Board will discuss the Policy B4 report at the August meeting.

**PENDING:**

**ACTION:** The B3: Asset Protection issue will be reported on in August.

**ACTION:** A final report on the B Global Executive Restraint issue resolution will be shared in August.

**ACTION:** Directors to provide information to Alex regarding election candidate pool, including historical notes, deletions, additions, and willingness to contact.

**PARKING LOT:**

Look at the Bylaws regarding liquor licensing background check needs as an eligibility requirement for Board members.

**XIV. 9:05PM Adjournment**

Reflections on the meeting were shared. Dorian made a motion to adjourn the meeting. Jade seconded. The meeting was adjourned at 9:06PM.

**Next Board Meeting: Wed. August 24, 2016, 6:30-9:00pm, River Valley Co-op**

**Upcoming Meetings:**

Wednesday September 28, 2016

Wednesday October 26, 2016