

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

**Thursday February 20th 2014, 6:32-9:00PM  
River Valley Market, Northampton**

**Board Members Present:** Vice-President/Treasurer Jade Barker, Secretary Lynn DiTullio, Christine Dutton, President Dorian Gregory, Roz Malkin, Andrea Stanley, and Rochelle Prunty (General Manager).

**Others Present:** Michelle Driscoll (Board Administrative Assistant).

**Absent:** Marci Linker, Jeff Napolitano, and Max Saito.

**Presiding:** Dorian Gregory, President

**Notetaker:** Michelle Driscoll

## **Meeting convened @ 6:32PM**

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

There were no member-owner comments.

### **II. 6:33PM Check-In**

Roz led the Board in an ice-breaker, asking people to share which animal they identify with.

ACTION: Lynn will lead an ice breaker for March.

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

Review of 1/9/14 Meeting Minutes: Lynn moved to accept the minutes. Dorian seconded. The minutes were unanimously approved.

### **IV. 6:45PM River Valley Market LLC operations board resolutions**

Rochelle presented two loan proposals, and discussed the details and benefits of the proposed loans.

Andrea joined the meeting at 6:52PM.

Rochelle presented a proposal for a loan through the Cooperative Fund of New England, including information about the loan terms. Rochelle also presented a proposed Resolution to Borrow Money through Common Capital, Inc. The resolutions were discussed. Dorian moved to accept the proposals as presented, and Lynn seconded. The proposals were unanimously accepted.

### **V. 6:59PM Committee Assignments**

The Directors discussed committee assignments, including discussions about the current committees and committee structure. Lynn and Andrea will work on the Austin Miller committee. The Board Election and Development Committee will include Christine and Roz. The Annual Meeting Committee will be selected closer to the event.

ACTION: Dorian will contact the absent Board members about their committee interests.

### **VI. 7:06PM Food for Change Documentary Fundraiser**

The Board discussed the fundraiser, and Rochelle shared that \$2000.00 was sent to the

Amherst Community Market. The Board discussed highlights of the documentary, including connections to the local community. Reflections were shared on the historical information on grocery cooperatives as well as the current state of the food economy. An idea of working on the history of cooperatives in the local area was discussed. Further cooperative education and advocacy ideas inspired by the film, including potential future events, were discussed.

#### **VII. 7:31PM Member Loan Campaign and Re-financing Update**

The Board discussed the member loan campaign progress, and discussed next steps to complete the campaign by March 9, 2014. Next steps include contacting member-lenders who have not yet made a decision about or have not acted on rolling over their existing loans, by mail and by phone. The Member Loan event at the Garden House was discussed. Rochelle presented information about the current re-financing process, including a review of the current loans and how they map to repayment plans. The Board discussed having an in-store event with a Mardi Gras theme the first weekend in March, to encourage people not to miss out on the opportunity to lend before the March 9 deadline.

ACTION: Jade will work on obtaining and assigning the member-lender calling list.

#### **VIII. 8:02PM Break**

#### **IX. 8:14PM Policy Monitoring B1: Financial Condition**

Rochelle discussed the current state of the financials. Reporting will be shared and the policy will be monitored at the March meeting.

#### **X. 8:16PM Policy Monitoring D1: Unity of Control and D2: Accountability of GM**

The Board reviewed policies D2: Accountability of GM and D1: Unity of Control. The Board reviewed the policy and discussed the responses to the self-assessment survey. The Board asked questions of Rochelle, and Rochelle responded.

#### **XI. 8:26PM Annual Retreat Planning**

Dorian led a discussion of the annual retreat plans. She indicated that the key areas to cover are building individual leadership and communication skills, thinking strategically, developing the Board work plan, and building Board teamwork. Ideas brainstormed for the retreat include effective communication, teamwork and process building, understanding the diversity of viewpoints on the Board, personal ideas about cooperative growth, discussion of Board culture, education about cooperative growth, and communication to member-owners about growth (both for the Co-op and for the grocery cooperative movement in general).

ACTION: Dorian will consult with Michael to plan the details for the retreat based on this brainstorm.

#### **XII. 8:59PM Evaluation**

Board members shared their evaluation of the Board meeting.

#### **XIII. 9:00PM Adjournment**

Dorian made a motion to adjourn the meeting. Roz seconded. The meeting was adjourned at 9:00PM.

Next Board Meeting: Thursday March 13, 2014 6:30-9:00pm, River Valley Market