

**Northampton Community Cooperative Market, Inc.
Board of Directors Meeting Minutes In Person and on Zoom**

February 24, 2026 6:30-9:05 PM

Board Members Present: President Emma Woebbe, Vice-President Jeanne Young Clerk Margaret Christie, Treasurer Steve Trombulak, Gary Schaefer, Angus Brewer, Wendy Messerli, Jeanne Young

Absent: Dorian Gregory, Elizabeth Appelquist

Co-op Management Present: General Manager Rochelle Prunty, Natasha Latour, CFO Duke Bouchard

Attending by Zoom: Treasurer Steve Trombulak, Jade Barker, Jeanne Young

Facilitator: Jade Barker

Zoom Host: Executive Assistant Debbie Marshall

Notetaker: Beth Skinner Board Administrator

Presiding: President Emma Woebbe

Meeting convened @ 6:30 PM

Coop Owner Comments:

I. 6:40– 6:55 PM Agenda Review and Approve Minutes

Angus will do the ice-breaker for the March meeting. All Directors affirmed they read the packet and are prepared and ready to participate. Steve moved and Angus seconded a motion to approve the January 2026 minutes with corrections. The motion passed unanimously with one abstention.

Action Items (previous month)

- Interested in any of the upcoming Columinate events e-mail **Beth In Process**
- Capital campaign committee will make sure faq's and record keeping are updated. **In Process**
- October Executive Session minutes for GM Evaluation and Compensation and other missing Executive minutes will be reviewed at the February meeting **Emma Done**
- Hiring of auditor resolution will be postponed to the next meeting **Rochelle Done**

I. **6:55- 7:05 PM** River Valley Market LLC and RVC Properties LLC Board Resolutions.

- NCCM 2026 Audit Engagement Letter
Steve moved and Emma seconded a motion to accept NCCM 2026 Audit Engagement Letter The motion passed unanimously with one abstention.

Corporate Vote FEB 2026 NORTHAMPTON (1)

RIVER VALLEY MARKET LLC vote of LLC to approve change in Officers and directors FEB 2026

NORTHAMPTON (1)

CORPORATE VOTE NCCM appointing Officers and Confirming Directors FEB 2026

NORTHAMPTON (1)

Incumbency Certificate FEB 2026 NORTHAMPTON (1)

Corporate Vote FEB 2026 EASTHAMPTON

RIVER VALLEY MARKET LLC vote of LLC to approve change in Officers and directors FEB 2026

EASTHAMPTON

CORPORATE VOTE NCCM appointing Officers and Confirming Directors FEB 2026 EASTHAMPTON

Incumbency Certificate FEB 2026 EASTHAMPTON

Emma moved and Gary seconded a motion to accept the above resolutions with the change that the Annual Meeting will be held in October. The motion passed unanimously with no abstentions.

Steve moved and Jeanne seconded a motion to approve letter of delegation to General Manager Rochelle Prunty for the SNAP Program. The motion passed unanimously with no abstentions.

II. **7:05-7:20 PM Board Policy Review**

7:10 PM Duke entered the meeting

- Directors discussed draft language of officers roles and Emma will revise and get feedback from directors
- Steve suggested changing binary language in the board policies

III. 7:20-8:00 PM CISA Community Leader Discussion

Margaret Christie, RVC Board Director and Special Projects Director for CISA, presented an inspiring power point on **Community Involved in Sustaining Agriculture** which strengthens farms and engages the community to build the local food economy.

Board Directors discussed support RVC gives CISA and possibilities for the future.

8:00-8:10 PM Break

IV. 8:10-8:35 PM B1: Financial Condition & Analysis (2q)

Jeanne moved and Steve seconded a motion to accept **B1: Financial Condition & Analysis (2q)** Board report as out of compliance with a plan for being in compliance and acting within board-established boundaries of executive limitations. The motion passed unanimously with no abstentions.

- Sales are out of compliance and RVC has not met budget
- RVC is still growing but not at the rate needed
- Worked hard on operations
- Some growth in produce and prepared foods
- Looking for 9 percent growth

V. 8:35-8:40 PM Board Budget mid-year review

- We are below budget
- Recommendation to send only 2 Directors to CCMA

Jeanne moved and Steve seconded a motion to send Steve and Margaret to CCMA **with a** possible third director. The motion passed unanimously with no abstentions.

VII. 8:40-8:45 PM- C1-Governing Style, C2-The Board's Job, C3-Agenda Planning, C4-Board Meetings

- Directors discussed the policies.

VIII. 7:45-7:50 PM Ratify Executive Session Minutes GM Evaluation and Compensation 2025

Jeanne moved and Steve seconded a motion to approve Executive Session Minutes 2025.

The motion passed unanimously with three abstentions.

8:35 PM Appreciations

- Thanks to moderator for a timely meeting
- Appreciating being in person with everyone
- Inspiring
- Thanks to Duke and Rochelle for Financial report delivering difficult information with clarity
- Emma and Debbie for help with resolutions
- Great presentation by Margaret

Action items

- Review draft language of officers roles get feedback from directors **Emma**
- Change binary language in the board policies **Beth**
- Send a pdf of Delegation for GM of Reauthorization for Snap program Natasha
- Review order of succession for officer roles Emma
- Interested in any of the upcoming Columinate events e-mail **Beth In Process**
- Capital campaign committee will make sure faq's and record keeping are updated. **In Process**
- Review C9 to see if the policy accommodates cyber security. **Emma to review in June.**

Adjourn Meeting

9:05 PM Emma moved and Angus seconded a motion to end the meeting.

The motion passed unanimously with no abstentions.

Packets goal is to be completed by Thursday at 5:00 PM week before board meeting or the agenda may be changed.

Columinate has resources for DEI and a series of webinars on financial training.

Next Executive Meeting will be March 11, 2026

Next Board Meeting will be March 24, 2026 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.

- Plan annual board cyber security training and a review of C9 policy
- Look at history and guidelines on reviewing policies (Michael Healy is a good resource)

Director	Feb 25	Ma 25	Apr 25	May 25	Jun 25	Jul 25	Aug 25	Sep 25	Oct 25	Nov 25	Dec 25	Jan 26
Angus Brewer	X	X	X	X	X	X	X	X	X	X	X	X
Emma Woebbe	X	X	X	X	X	X	X	X	X	X	X	X
Gary Schaefer	X	X	X	X	X	X	X	X	X	X	X	X
Margaret Christie												X
Wendy Messerli	X	X	X	X	X	X	X	X	X	X	X	X
Jeanne Young	abs	X	X	X	X	X	X	X	X	X	X	X
Steve Trombulak	X	X	X	X	X	X	X	X	X	X	X	X
Elizabeth Appelquist	X	X	X	X	X	X	X	abs	X	X	X	X
Dorian Gregory			abs	X	X	X	X	X	X	X	X	X

