

# **Northampton Community Cooperative Market, Inc.**

## **Board of Directors Meeting Minutes**

**Wednesday April 27, 2016, 6:30-9:00PM**  
**River Valley Co-op, Northampton**

**Board Members Present:** Clerk Jade Barker, Steve Bruner, 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:** None.

**Others:** Bill Gessner, CDS Consulting Co-op; Monica Nunez, HR Manager; Duke Bouchard, Finance Manager

**Presiding:** President Dorian Gregory

**Notetaker:** Monica Nunez

**Meeting convened @ 6:32PM**

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

Introductions were shared. There were no member-owner comments.

### **II. 6:33PM Firestarter**

Lynn shared an firestarter. Lynn asked "What are you doing that is outside this weekend, and how do you anticipate that will make you feel?"

**ACTION:** Steve will do the May firestarter and serve as meeting timekeeper.

### **III. 6:41PM Agenda Review, including Annual Retreat**

The agendas were reviewed and approved. Jade suggested a longer time for the Executive Session and possibly shortening the Monitoring report. Alex asked about key questions for the drive up to the Board Retreat and other preparations. Andrea asked about the time for "big thinking" during the Retreat.

### **IV. 6:52PM Review and Approval of Minutes**

Review of March 23, 2016 Meeting Minutes: Lynn moved to accept the minutes. Dorian seconded. Revisions were discussed – the upcoming meeting should be changed to 25May instead of 26May. The minutes were approved as amended by a vote of 9 in the affirmative and 0 abstentions.

### **V. 6:45PM Action Items**

Monica reviewed the action items from last meeting.

#### **PENDING:**

**ACTION:** The B3: Asset Protection issue will be monitored in April. STILL IN PROCESS.

**ACTION:** The B Global Executive Restraint issue will be reported on in April. DONE, but carry forward to May awaiting a final report that issue is resolved.

**ACTION:** The Annual Meeting committee will present a progress report at the April <sup>th</sup> meeting, providing a report for the packet by April 20<sup>th</sup>. DONE.

**ACTION:** Rochelle will collect food preferences from Board members to complete CCMA registration. DONE.

ACTION: The 11/18/15 Executive Session Minutes will be reviewed at the next executive session. DONE (see below).

**VI. 6:56PM River Valley Market LLC operations board resolutions and RVC Properties LLC board resolutions**

There were no resolutions.

**VII. 6:56PM Executive Session: Expansion Education**

Dorian made a motion that the Board go into an executive session to work on expansion education, with Board members, Monica, Duke, and Bill Gessner present. Lynn seconded. The Board went into Executive Session at 6:57PM.

The Board came out of executive session at 8:09PM.

Duke left the meeting.

**VIII. 8:10PM Break**

**IX. 8:24PM Committee Updates: Austin Miller**

Christine led a discussion on the proposed candidates for the 2016 awards. The Directors approved the 2016 award winners.

Andrea made a motion to award Trevor the Games Man in the Individual Category, Dorian seconded. Vote was unanimous.

Alex made a motion to award Winter Moon in the Business Category (Food & Farm), Lynn seconded. Vote was unanimous.

Andrea made a motion to award Wright Builders in the Business Category (General Business), Christine seconded. Vote was unanimous.

Roz made a motion to award Franklin County CDC in the Non-Profit Category, Eric seconded. Vote was passed with two abstentions.

Bill Gessner left the meeting at 8:52PM

**X. 8:53PM Committee Updates: Election**

Dorian made a motion to accept the Election Committee Charter with proposed changes to the title and responsibilities, as noted, Roz seconded.

The Board reviewed, noted several changes that will be made, and approved the proposed charter for the Election committee by a unanimous vote.

Roz led a discussion of the candidate recruitment pool, and a discussion on thinking about the potentially useful criteria for nominees on the spreadsheet of prospects. Alex asked the Directors to review the list and make notes for outreach.

**XI. Policy Monitoring D4: Monitoring GM Performance**

Postponed

**XII. Next Steps**

**PENDING:**

ACTION: The B3: Asset Protection issue will be monitored in April. STILL IN PROCESS.

ACTION: The B Global Executive Restraint issue will be reported on in April. DONE, but carry forward to May awaiting a final report that issue is resolved.

ACTION: Policy Monitoring D4: Monitoring GM Performance postponed until May Meeting

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

ACTION: Dorian to provide annual retreat preparation materials to directors by mid-May

ACTION: Andrea to coordinate retreat travel details.

**XV. 9:11PM Adjournment**

Reflections on the meeting were shared. Dorian made a motion to adjourn the meeting. Andrea seconded. The meeting was adjourned at 9:16PM.

**Next Board Meeting: Wed. May 25, 2016, 6:30-9:00pm, River Valley Co-op**

**Upcoming Meetings:**

Wednesday June 22, 2016

Wednesday July 27, 2016