

Northampton Community Cooperative Market, Inc.
Board of Directors Meeting Minutes In Person and on Zoom video-conference
Nov. 29, 2023 6:30- 9:12 PM

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

Absent: Clerk Barra Cohen

Co-op Management Present: General Manager Rochelle Prunty, Director of Marketing Natasha Latour

Zoom: Board Member Sarah Abigail Axe, CFO Duke Bouchard

Facilitator: President Abby Getman Skillicorn

Timekeeper: Elizabeth Appelquist

Zoom Host: Executive Assistant Debbie Marshall

Notetaker: Co-op Leadership Administrator Beth Skinner

Presiding: President Abby Getman Skillicorn

Meeting convened @ 6:30 PM

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

II. 6:35-6:55 PM: Agenda Review and Approve Minutes

- Changes to the agenda will be to merge Increasing Board Expertise and Officer Roles with Board Development and New Member Orientation
- Two River Valley Market LLC and RVC Properties LLC Board Resolutions
- Wendy will do the ice-breaker for the December meeting.
- All Directors affirmed they read the packet and are prepared and ready to participate.
- Alex moved and Gary seconded a motion to approve the October 2023 minutes with corrections. The motion passed unanimously with two abstentions.

Action Items

- Follow up with Angela and Sarah about GM compensation Abby **Done**
- Check in with elected directors about first board meeting Abby **In Process**

- Updating pronouns in C6 Beth **In Process**
- Discuss with Nate about the potential for more secure communication for the board Rochelle **Done**
- Revisit language of C5 and C9 Monitoring Report and check other monitoring reports Beth **In Process**
- Share Our Co-op's History Timeline Presentation Rochelle **In Process**
- Going forward with the board about DEI Abby **In Process**
- Need tools of support contact Abby or Elizabeth **In Process**
- Send out CCMA slides and comments Abby **In Process**
- Videos finished after Nov.1 Angela **Done**
- Arrange store tour Angela **Done**

III. 6:55- 7:00 PM River Valley Market LLC and RVC Properties LLC Board Resolutions

- Angus made a motion and Abby seconded to approve resolution that River Valley Market LLC authorizes Barra Cohen to sign application for liquor license and appoint Elizabeth de Boor as Liquor License Manager. The motion passed unanimously with no abstentions.
- Abby made a motion and Angus seconded to approve resolution that River Valley Market LLC authorizes Barra Cohen to sign application to the Licensing Authority of Easthampton and Commonwealth of Massachusetts Alcoholic Beverages Control Commission. The motion passed unanimously with one abstention.
- Gary make a motion Angus seconded to support a letter to Easthampton Planning Board to support overnight construction for the roundabout if they choose to do road construction. The motion passed unanimously with two abstentions.

IV. 7:00- 7:15 PM BI: Financial Condition & Analysis (IQ)

- Good first quarter with sales growth and better net income.
- Working on increasing sales and improving margins
- Summer is difficult for produce margins

Angus made a motion and Abby seconded to accept internal report as a demonstration of acting within board-established boundaries of executive limitations. The motion passed unanimously with one abstention.

7:19 PM Duke left the meeting

V. 7:20-7:30 PM Annual Meeting Committee

- Annual meeting and celebration December 2 from 1-3 pm at CFE Farmstead, 180 Pleasant Street, Easthampton

- Panel to reflect on the last 15 years including: Alisa Klein Executive Director of Grow Food Northampton, Jade with a national co-op perspective and Rochelle on the last 15 years of River Valley Co-op.
- It is our 15th anniversary and we are making it a hat party. Wear a hat and be entered to win a \$50 gift card.
- Kid's corner for activities during the meeting
- Birthday Cake as well as other snacks and refreshments

VI. 7:30-7:40 PM Board Development, New Member Orientation, Increasing Board Expertise and Officer Roles

- Important year coming up with a possible member loan campaign
- Orientation and board buddies for all directors
- Michael Healy will do a special board orientation

Abby moved and Alex seconded a motion for Directors to enter Executive Session with staff present. The motion passed unanimously with no abstentions.

VII. 7:40 PM -8:00 PM Executive Session on Real Estate with Caroline Murphy appraiser for Crowley & Associates

8:10 PM Board left Executive Session

8:10-8:20 PM Break

Board Votes on Executive Session Minutes

January 25, 2023

Angus moved and Abby seconded a motion to approve Executive Session Minutes. The motion passed unanimously with 3 abstentions.

April 26, 2023

Abby moved and Elizabeth seconded a motion to approve Executive Session Minutes. The motion passed unanimously with one abstention.

May 24, 2023

Angus moved and Abby seconded a motion to approve Executive Session Minutes. The motion passed unanimously with one abstention.

June 28, 2023

Elizabeth moved and Abby seconded a motion to approve Executive Session Minutes. The motion passed unanimously with two abstentions.

July 26, 2023

Abby moved and Alex seconded a motion to approve Executive Session Minutes. The motion passed unanimously with three abstentions.

August 23, 2023

Angela moved and Angus seconded a motion to approve Executive Session Minutes. The motion passed unanimously with two abstentions.

September 27, 2023 First Executive Session

Abby moved and Elizabeth seconded a motion to approve Executive Session Minutes. The motion passed unanimously with three abstentions.

September 27, 2023 Second Executive Session

Abby moved and Alex seconded a motion to approve Executive Session Minutes. The motion passed unanimously with four abstentions.

8:22 pm Abby motions to enter an Executive Session to discuss GM evaluation

Gary seconds

Rochelle, Natasha, Angus, Wendy, Debbie, Beth leave meeting

VIII. 8:30 PM Executive Session GM Evaluation and Compensation

Directors discuss GM evaluation for FY 23 & set GM compensation.

9:01 PM leave Executive Session

9:01 PM Abby makes a motion to accept GM evaluation memo notes for personnel file & to approve compensation proposal. Gary seconds. Passes unanimously.

9:02 PM Elizabeth makes a motion to accept the Executive Session minutes for October 26, 2022. Alex seconds. Motion passes with two abstentions.

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

- Alex will edit and review final Easthampton roundabout proposal
- Check in with elected directors about first board meeting **Abby**
- Updating pronouns in C6 **Beth**
- Revisit language of C5 and C9 Monitoring Report and check other monitoring reports **Beth**
- Share Our Co-op's History Timeline Presentation **Rochelle**
- Going forward with the board about DEI **Abby**
- Need tools of support contact Abby or **Elizabeth**
- Send out CCMA slides and comments **Abby**

9:03 PM Alex makes a motion to adjourn, Abby seconds. Motion passes with no abstentions.

X 9:03 PM Meeting Adjourned

REMINDERS:

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

Next Executive Meeting will be Dec. 11, 2023

Next Board Meeting will be Dec. 20, 2023 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	Dec 22	Jan 23	Fe 23	Ma 23	Ap 23	Ma 23	Ju 23	Ju 23	Au 23	Sep 23	Oc 23	No 23
Angus Brewer	X	X	X	X	X	X	X	X	X	X	X	X
Alex Risley Schroeder	X	abs	X	X	X	X	X	X	abs	X	X	X
Gary Schaefer	X	abs	abs	X	X	X	X	X	X	abs	X	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	abs	X	X	X	ab	X	X	X	abs	X
Angela D’Souza	X	X	X	X	X	X	ab	ab	X	X	abs	X
Elizabeth Appelquist	X	X	X	X	X	X	X	ab	X	X	X	X
Barra Cohen	X	X	X	X	X	X	X	X	abs	X	X	abs

