

Northampton Community Cooperative Market, Inc.
Board of Directors Meeting Minutes In Person and on Zoom video-
conference
August 23, 2023 6:30- 9:00 PM

Board Members Present: President Abby Getman Skillicorn, Treasurer Elizabeth Appelquist, Wendy Messerli, Gary Schaefer, Angela D'Souza

Absent: Barra Cohen and Alex Risley Schroeder

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

Zoom: Angus Brewer and Sarah Abigail Axe

Owners on zoom: Henry Morgan owner number 15655 and Emma Woebbe 14793.

Facilitator: Jade Barker

Zoom Host: Executive Assistant Debbie Marshall

Notetaker: Executive Assistant Debbie Marshall

Presiding: President Abby Getman Skillicorn

Meeting convened @ 6:30 PM

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

- Henry Morgan introduced himself and discussed his background and interest in the co-op.

II. 6:35-7:00 PM: Agenda Review and Approve Minutes

- Elizabeth will do the ice-breaker for the September meeting

- All Directors affirmed they read the packet and are prepared and ready to participate delete: report.

Abby moved and Wendy seconded a motion to approve the July 2023 minutes with corrections. The motion passed unanimously with two abstentions.

Action Items

- Rochelle will share Our Co-op's History Timeline Presentation – **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.**
- Doodle poll for fall road trip to coops **Beth In Process**
- Past Executive Session minutes collected for approval **Beth In Process**

III. 7:00- PM River Valley Market LLC and RVC Properties LLC Board Resolutions **None**

IV. 7:00-7:20 PM BI: Financial Condition Monitoring Report (4thQ)

Abby made a motion and Gary seconded to accept internal report as a demonstration of acting within board-established boundaries of executive limitations.

The motion passed unanimously with no abstentions.

- The 4th Quarter and Year End Financial Condition report demonstrated compliance because the year-end financial results were materially within budget.
- We had a net loss of over \$1 million for our second year with which we met our projected multi-year business development plan for our second year with two stores.
- The fourth quarter results were the best of the year, which is our usual annual financial pattern. The first quarter is typically the worst because it is also a slower sales period.
- We had significant progress in margins over the year although we still fell short of our overall goal for the year. These had eroded significantly due to a combination of supply chain issues and rapid inflation in costs.
- Another significant expense was the continued rapid growth of our Food for All (discount for low income customers) grew 30%. We continue to seek outside

funding to subsidize or replace this program in the future.

- The annual fiscal year audit is underway and will be completed in September with a report ready for Board review and approval in the October meeting.

VI. 7:20-7:45PM Preview FY25 Draft Budget

Rochelle presented an overview of co-op finance basics, our year end results, and projected annual financial results on key metrics through FY26

VII. 7:45-7:55 PM C8-Governance Investment

- The largest annual Board expense is voting and sending out Annual Report.

7:55-8:05 PM Break

Duke left at 8:09 PM

VIII. 8:05-8:15 PM Election Committee

- 3 people are completing applications
- 2 incumbents planning to submit applications.
- Rochelle will check the citizenship requirements to be a Director
- Angela is working on video for Instagram
- Will try to meet the candidates before September or October

IX. 8:15-8:25 PM Annual Meeting Committee

- Abby and Alex are on the committee with Rochelle and Natasha. Gary is also interested
- Revising committee charter which will be reviewed by Directors
- In the bylaws Abby changed member owners to co-op owners

- Next month another update on what the theme will be.

Abby moved and Gary seconded a motion to update annual meeting committee charter The motion passed unanimously with no abstentions.

8:25 PM Henry and Emma left the meeting

Abby moved and Gary seconded a motion for Directors to enter Executive session The motion passed unanimously with no abstentions.

X. 8:25-9:19 PM Executive Session – Abby took minutes.

Board discussed confidential real estate and personnel matters.

8:49 PM Directors came out of Executive Session briefly to do appreciations and Wendy left the meeting.

Abby moved and Gary seconded a motion to re-enter Executive Session. The motion passed unanimously with no abstentions.

9:19 PM Board left Executive Session.

Next Steps

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

- Check how many Directors have to be US Citizens and report back **Rochelle**
- 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**
- Doodle poll for fall road trip to coops **Beth**
- Past Executive Session minutes collected for approval **Beth**

9:20 PM Meeting Adjourned

Abby moved and Gary seconded a motion to end the meeting, The motion passed unanimously with no abstentions.

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 September 13, 2023

Next Board Meeting will be September 27 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	Se 22	Oc 22	No 22	De 22	Jan 23	Fe 23	Ma 23	Ap 23	Ma 23	Jun 23	Jul 23	Aug 23
Angus Brewer	X	X	X	X	X	X	X	X	X	X	X	X
Alex Risley Schroeder	X	X	X	X	abs	X	X	X	X	X	X	abs
Gary Schaefer	abs	X	X	X	abs	abs	X	X	X	X	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	abs	X	X	X	X	X
Sarah Axe	X	X	X	X	X	abs	X	X	X	abs	X	X
Angela D'Souza	X	abs	X	X	X	X	X	X	X	abs	abs	X
Elizabeth Appelquist	X	X	X	X	X	X	X	X	X	X	abs	X
Barra Cohen	X	X	X	X	X	X	X	X	X	X	X	abs