

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

Wednesday March 23, 2016, 6:30-8:59PM
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, and Rochelle Prunty (General Manager)

Absent: Vice-President Andrea Stanley

Others: Duke Bouchard, Finance Manager; Steve Jasinski, Realtor with Delap Real Estate; Monica Nunez, HR Manager; and Michelle Driscoll, Board Administrative Assistant

Presiding: President Dorian Gregory

Notetaker: Michelle Driscoll

Meeting convened @ 6:30PM

I. 6:30PM Member-Owner Comment Time

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

II. 6:34PM Firestarter

Jade shared an firestarter. Jade asked, "What award would you love to win, and for what achievement?"

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

III. 6:43PM Agenda Review

The agenda was reviewed and approved.

Monica joined the meeting.

IV. 6:43PM Review and Approval of Minutes

Review of February 24, 2016 Meeting Minutes: Lynn moved to accept the minutes. Alex seconded. Revisions were discussed. The minutes were approved as amended by a vote of five in the affirmative and three abstentions.

V. 6:45PM Action Items

Michelle reviewed the action items from last meeting.

PENDING:

ACTION: The B3: Asset Protection issue will be monitored again in March- Moved to April.

ACTION: The B Global Executive Restraint issue will be monitored again in March. Rochelle will have our attorney provide an update for the Board.- Report moved to April.

ACTION: The 11/18/15 Executive Session Minutes will be reviewed at the next executive session. – Next session

ACTION: The 2016 Election Committee will present a report at the March Board

meeting. – Done.

ACTION: Lynn will call a meeting of the Annual Meeting committee to start the conversation about the increased interest in attending, venue, and time (calendar time). –The committee will present progress report in April.

ACTION: Dorian and Rochelle will schedule a few of the Board Curriculum presentations before the next Board meeting.- Done.

ACTION: Dorian will talk with Michael about other dates for the Board retreat. –The retreat is scheduled for June 3-4th, 2016.

ACTION: Anyone who hasn't registered for Keene Co-op Cafe please do so. –Done.

ACTION: Rochelle to send out CCMA registration information. –Rochelle will collect food preferences to complete registration.

VI. 6:51PM River Valley Market LLC operations board resolutions and RVC Properties LLC board resolutions

There were no resolutions.

VII. 6:51PM Executive Session: Expansion Education

Roz made a motion that the Board go into an executive session to work on expansion education, with Board members, Monica, Duke, Michelle and the realtor present. Lynn seconded. The Board went into Executive Session at 6:51PM.

Steve Jasinski left the meeting. The Board came out of executive session at 7:49PM.

VIII. 7:49PM Committee Updates

Summary status of committee charters:

Election Committee: Alex reviewed the Election Committee update. The Board discussed the nomination process for incumbent Board Members. The Board agreed that the committee is empowered to make a determination of whether to interview incumbents as part of the process.

IX. 8:00PM Break

Monica left the meeting.

X. 8:12PM Policy Monitoring B1: Financial Condition Q2

The policy monitoring report for Policy B1 was discussed. Steve made a motion to accept the internal report as a demonstration of acting within board-established boundaries of executive limitations. Roz seconded. The Board asked questions, and Rochelle responded. The report was accepted by a vote of eight with no abstentions.

XI. 8:35PM Policy Monitoring B9: Emergency GM Succession

The internal report on Policy B9 was discussed. Jade made a motion to accept the internal report as a demonstration of acting within board-established boundaries of executive limitations. Steve seconded. The Board asked clarifying questions. The report was accepted by a vote of eight with no abstentions.

XII. 8:45PM Policy Monitoring D3: Delegation to the GM

The policy was reviewed and the results of the self-assessment survey were discussed.

XIV. 8:50PM Next Steps

NEW:

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

PENDING:

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

ACTION: The B Global Executive Restraint issue will be reported on in April.

ACTION: The Annual Meeting committee will present a progress report at the April meeting, providing a report for the packet by April 20th.

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

FUTURE:

ACTION: The 11/18/15 Executive Session Minutes will be reviewed at the next executive session.

XV. 8:59PM Adjournment

Reflections on the meeting were shared. Dorian made a motion to adjourn the meeting. Lynn seconded. The meeting was adjourned at 8:59PM.

Next Board Meeting: Wed. April 27, 2016, 6:30-9:00pm, River Valley Co-op

Upcoming Meetings:

Wednesday May 26, 2016

Wednesday June 22, 2016