

**Northampton Community Cooperative Market, Inc.**  
**Board of Directors Meeting Minutes In Person and on Zoom video-conference**  
**May 24, 2023 6:30- 9:00 PM**

**Board Members Present:** President Abby Getman Skillicorn, Vice-President Alex Risley Schroeder, Clerk Barra Cohen, Treasurer Elizabeth Appelquist, Angus Brewer, Wendy Messerli, Gary Schaefer, Angela D'Souza, Sarah Abigail Axe

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

**Owners on zoom:** Emma Woebbe owner number (14793), Kevin Parent owner number (14739)

**Facilitator:** Jade Barker

**Zoom Host:** Executive Assistant Debbie Marshall

**Notetaker:** Beth Skinner Co-op Leadership Administrator

**Presiding:** President Abby Getman Skillicorn

**Absent:** None

**Meeting convened @ 6:30 PM**

**I. 6:30-6:40 PM Member Comments**

Kevin mentioned that he is a friend of Alex's and recently joined the coop (which he loves).

**II. 6:40-7:00 PM: Agenda Review and Approve Minutes**

- Executive session with legal council postponed until the June meeting
- Executive session on proposed timeline for research, development, and decision making regarding lease decision will be moved to the end of the agenda.
- Alex will do the ice-breaker for the June meeting
- All Directors are prepared and ready to report.
- Abby moved and Alex seconded a motion to approve the April 2023 minutes with corrections. The motion passed unanimously with one abstention.

**Action Items**

- Alex and Angela need to be registered for virtual CCMA **Done**
- Sarah to complete Conflict of Interest **In Process**

- Rochelle will share Our Co-op's History Timeline Presentation **In Process**
- Discussion of CCMA panels will be added to the Dec 2023 calendar **Done**
- Going forward with the board about DEI **In process Abby**
- Election committee will meet on May 3 with Natasha **Done**
- Tentative date May 20 for Get on Board event 10:30-12:30 at each store **Done**
- Retreat preparation documents will be e-mailed Abby **Done**
- Board Retreat at Arcadia Wildlife Sanctuary May 7 **Done**
- Rsvp to Abby by May 3 for Board Mixer May 4 from 6 to 8 pm **Done**
- Pride Day May 6 **Done**
- Need tools of support contact Abby or Elizabeth **In Process**

### **III. 7:05 PM River Valley Market LLC and RVC Properties LLC Board Resolutions**

Gary moved and Angela seconded a motion to approve the engagement of Wegner CPAs LLP to Audit the Financial Statements of Northampton Community Cooperative Market, Inc. for the year ended June 30, 2023. The motion passed unanimously with two abstentions.

Board reviewed the engagement of Wegner CPAs LLP for the services they will provide for RVC Properties, LLC for the year ended June 30, 2023.

### **IV. 7:20-7:45 PM Election Committee**

- Election committee reported on the recent tabling event May 20 at both stores and will follow up with interested coop owners.
- Election committee will also be at the Strawberry Social on May 15 and have another event in August.
- Videos of election committee directors on why they joined the board are in process.

### **V. 7:25- 7: PM BI: Financial Condition & Analysis (3Q)**

Abby moved and Angus seconded a motion to accept the internal report as out of compliance with a plan to be in compliance and acting within board-established boundaries of executive limitations. The motion passed unanimously with no abstentions

The board discussed why the report is out of compliance and the steps that will be taken by management to bring it into compliance.

- All departments are meeting goals except prepared foods.
- Report shows an improvement on margin over 2<sup>nd</sup> quarter.
- Sales are good.
- Over 15,000 owners

## **VI. 7:45-7:50 PM Board's Role with Community Engagement**

- Austin Miller Strawberry Social is May 15 from 5-8.

The Austin Miller Co-op Hero Awards strive to recognize those people and organizations that nurture and sustain our co-op and community. The Austin Miller Co-op Hero Awards recognize:

1. An individual;
2. A nonprofit organization;
3. A local business;
4. A farm or food business in the Pioneer Valley that has supported River Valley Co-op and embodies the cooperative principle of "Support for Community."

**7:50 PM** Emma Woebbe and Kevin Parent left the meeting

## **Break 7:50-8:00 PM**

## **VII. 8:05- 8:10 PM Executive Session on Nominations and Timeline to Make Lease Decisions and Austin Miller Nominations**

Abby made a motion and Angus seconded to go into Executive Session with all members and staff present. The motion passed unanimously with one abstention.

**8:44 PM** Board left Executive Session

Angus made a motion and Gary seconded to approve the Austin Miller slate. The motion passed unanimously with one abstention.

**8:50 PM** Alex joined the meeting

## **Next Steps**

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

- Rochelle will share Our Co-op's History Timeline Presentation
- Going forward with the board about DEI **Abby**
- Need tools of support contact **Abby or Elizabeth**
- Sarah to complete Conflict of Interest **Beth**

**9:00 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.
- Reminder to look at Annual meeting charter for possible updates.
- Columiate has resources for DEI and a series of webinars on financial training.

**Next Executive Meeting will be June 14, 2023**

**Next Board Meeting will be June 28, 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	Jun 22	July 22	Aug 22	Sep 22	Oct 22	No 22	Dec 22	Jan 23	Feb 23	Mar 23	Apr 23	May 23
Angus Brewer	X	X	X	X	X	X	X	X	X	X	X	X
Alex Risley Schroeder	abs	X	X	X	X	X	X	abs	X	X	X	X
Gary Schaefer	X	X	X	abs	X	X	X	abs	abs	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	X	X	X	abs	X	X
Sarah Axe	X	X	X	X	X	X	X	X	abs	X	X	X
Angela D’Souza	X	X	X	X	abs	X	X	X	X	X	X	X
Elizabeth Appelquist	X	X	X	X	X	X	X	X	X	X	X	X
Barra Cohen	X	X	abs	X	X	X	X	X	X	X	X	X

