



DAVIS FOOD COOPERATIVE, INC.

Board of Directors Meeting Approved Minutes

August 12, 2019

Item 1.0 - Call to Order

The regular meeting was called to order at 6:30 PM at the Davis Food Coop Teaching Kitchen, 537 G Street, Davis, California, by Sharon Tobar.

Roll Call:

Directors Present: Samantha Conselman, Kim Coontz, Patrick Beckett, J. Faye Dixon, Karen Rich, Theresa Robinson, Sandra Schickele, Sharon Tobar, Treva Valentine,

Directors Absent:

Staff Present: Brad Salmon, Johanna Abasto

Guests Present:

Owners Present: Daniel Quincy

Roles:

Facilitator: Sharon Tobar

Timekeeper: Samantha Conselman

Note taker: Leslie Covarrubias

The Secretary determined that notice of the meeting was duly provided as required by Article V of the Bylaws and that a quorum of Directors was present.

Welcome and Introductions were performed.

Owner Comment: None

Agenda Changes: The Agenda was updated to move the July minutes and will be item 3.0A. Treva stated she would not be the facilitator for Item 3.2; Sharon will facilitate the discussion instead. Agenda Item 3.4 was added “Annual Meeting Date”.

Item 2.0 – Consent Calendar

Samantha moved to remove the July minutes from the consent calendar and add the minutes to the agenda as Item 3.0A. Treva seconded. The motion passed unanimously.

Samantha moved to approve the consent calendar. Treva seconded. The motion passed unanimously.

Item 3.0A - July minutes

The minutes were pulled from the consent calendar to discuss item 4.2. Kim moved to add to the agenda, as Item 3.4, Annual Meeting Date. Treva seconded. The motion passed unanimously.

Samantha moved to approve the July minutes. Sharon seconded. The motion passed unanimously.

Items 3.1 – Approve June Minutes

Samantha moved to approve the June minutes as presented. Karen seconded. The motion passed unanimously.

Item 3.2 – City of Davis FED Report

Directors discussed the FED Report and the role of the Davis Food Co-op.

Item 3.3 – NCG Participation Report

Prasanna presented the NCG report and explained the key performance metrics on the reports. Prasanna and the board discussed someone from NCG to come and talk about the trends that other food Co-ops are experiencing and if there was a way in which NCG could come and have a session with the board. The board development was tasked to look at bringing Dave from National Co-op Grocers to a monthly board meeting.

Item 3.4 –Annual Meeting

Directors discussed annual meeting attendance. Owner Engagement will send a survey out to Director’s for availability. The discussion included possible dates for the Annual Meeting. A recommendation for the Annual Meeting date will be made next board meeting.

Item 4.1 – Policy Monitoring C1: Governing Style

Discussion was tabled until the next board meeting.

Item 4.2 – Policy Monitoring B1: Financial Condition

Prasanna presented her report on the financial condition of the Davis Food Co-op. Directors asked for monthly reporting for the areas that were marked “Non-Compliance” in the amended report until compliance is achieved.

Kim moved to accept the report with the correction in the header and body of Item 2, which should be marked as non-compliance. Sandra seconded. The motion passed unanimously.

Item 4.3 – 2019-2020 Board Year Visioning/ Board Retreat

Sharon led a discussion on what the board of directors would like to accomplish in the new board year. The executive committee will take the comments in Item 4.3 and come back to the board with a plan of action.

Samantha presented a calendar with dates and tasks for all committee meetings. Committee chairs will update the calendar and a final copy will be provided at the September meeting.

Sharon led a discussion for the board retreat which was decided to be set for March 2020.

Item 4.4 – Attendance at Board Events: Village Feast

Sharon led the discussion for Board attendance to the Davis Village Feast.

Item 4.5 – Board Development: CBLD

Sharon led the discussion for Board attendance to CBLD.

Item 4.6 – StrEatery at 6th Proposal

Prasanna led the discussion on a project that would lead to more foot traffic into the Co-op. The goal is to bring traffic from faculty and students from UC Davis.

Item 4.7 – Board Budget

Karen led the discussion on the board budget based on information provided by the finance committee.

Sandra moved to accept the Board budget. Karen seconded. The motion passed unanimously.

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Item 5.1 – Check-ins and choose next Timekeeper

Samantha will serve as timekeeper next Board meeting.

Sandra moved to adjourn the regular meeting at 8:12. Kim seconded. The motion passed unanimously.

Item 6.0 – Closed Session

Closed session began at 8:15pm. Directors discussed confidential matters surrounding the strategic plan. Samantha moved to adjourn the closed session at 8:57pm. Patrick seconded. The motion passed unanimously.

/s/ Samantha Conselman, Secretary

Secretary, Davis Food Cooperative, Inc.

Date Approved