



Board of Directors

Approved Meeting Minutes

October 17, 2022

Item 1.0 Call to order:

The regular meeting was called to order at 6:31 PM in a hybrid meeting via webinar on Zoom: <https://us02web.zoom.us/j/82694021115> Meeting ID: 826 9402 1115 and in person at 537 G Street, Davis, CA, by Sharon Tobar.

Directors Present: Alicia Baddorf , Angelo Esquivel , Faye Dixon , Gustave Cirhigiri , Johanna Abasto , Oliver Resnick Weiss , Prasanna Regmi , Samantha Conselman

Director(s) Absent: Sharon Tobar

Staff Present: Vincent Marchese , Michele Henley , Alex Arroyo , Rachel Warner , James Galera, Anna Lopez

Guests Present: None

Facilitator: Faye Dixon
Time Keeper: Samantha Conselman
Notetaker: Rachel Warner

The Vice President 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.

Preliminaries:

Welcome and Introductions took place.

Owner Comments:

There were no owner comments.

Board Announcements:

There were no Board announcements.

Agenda Review:

The Board reviewed the September agenda. Item 4.3a was added to the agenda (“Union Bank Contracting Officers”). Samantha made a motion to approve the agenda as amended. Johanna seconded the motion. All were in favor and the motion passed unanimously.

Item 2.0 - Consent Calendar

Angelo moved to approve the consent calendar. Samantha seconded the motion. All were in favor and the motion passed unanimously.

Item 3.0 President’s Update

Sharon Tobar was absent, so a President’s report was not given.

Item 3.1 Operations Update

Laura gave an Operations Update for the month of September to the Board, going over the biggest wins and biggest focuses. She also reviewed the financials for the month of August.

**ADJOURNED FOR BREAK
7:08 PM - 7:15 PM**

Item 4.1 - Department Presentation (Marketing)

Vince Marchese, the DFC Marketing Manager, presented to the Board an evaluation of the department’s 2021-2022 year, highlighting the results of the marketing plan presented in the previous year. He then discussed a summary of the 2022-2023 marketing plan with the upcoming focuses and goals for marketing and potential areas for Board support.

Item 4.2- Financial Packet Discussion

The Board viewed a sample of Briar Patch Co-op's financial packet for directors to evaluate if the current DFC packet could be updated and simplified. The Board agreed that the packet should be updated and requested that the Finance Committee present a recommendation for an update at the December meeting. The Board also requested that the Board Assistant send out a survey to each Board member to determine which elements of a financial packet are most important to them.

Item 4.3 - CapEx Budget

The Finance Committee presented their recommendation to the Board to authorize the GM to use cash, not to exceed \$500,000, to replace the roof of 620 G St. Prasanna motioned to approve this recommendation. Samantha seconded the motion. All were in favor and the motion passed unanimously.

The Finance committee requested a recommendation from the Facilities Task Force in November on the other FY23 CAPEX budget line items (Bathroom remodel, flooring, CH Energy, Registers/Wraps, Cheese Coffin, Solar) and on priorities to pursue in the next Fiscal year (all, some, or none). This will allow the Finance committee to pursue different funding options and provide a recommendation to the Board for funding.

Item 4.3a - Contracting Officers

Samantha made a motion that for Davis Food Co-op accounts with Union Bank, the DFC Board authorizes the removal of Brad Salmon and Prasanna Regmi as Business Contracting officers for the Davis Food Co-op and the addition of Laura Sanchez and Alex Arroyo as Business Contracting officers for the Davis Food Co-op. Angelo seconded the motion. The motion passed with 7 votes in favor and 1 abstention.

Item 4.4 - Strategic Planning Charter

Angelo presented a recommended update to the Strategic Planning Committee charter to allow up to two member-owners to serve on the committee. Samantha

motioned to approve the charter as presented. Johanna seconded the motion. All were in favor and the motion passed unanimously.

Item 4.5 - Survey Review (C2, C8, & C3)

Gustave lead the Board in a discussion reviewing the survey results for policies C2, C8, and C3. The Board highlighted a need for additional training for Board members as well as ways to work more collaboratively between committees.

Item 5.0

Faye led the check-in, asking for any comments or feedback from the meeting

Samantha moved to adjourn the meeting at 8:54 PM. The motion was seconded by Prasanna. The motion passed unanimously.

Angelo Esquivel

Secretary, Davis Food Cooperative, Inc.

10-20-2022

Date Approved