



Board of Directors

Approved Meeting Minutes

April 17, 2023

Item 1.0 Call to order:

The regular meeting was called to order at 6:30pm in 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 Faye Dixon.

Directors Present: Alicia Baddorf , Faye Dixon , Johanna Abasto , Prasanna Regmi , Samantha Conselman , Lara Sozer

Director(s) Absent: Sharon Tobar, Angelo Esquivel

Staff Present: Vincent Marchese , Anna Lopez, Rachel Warner , Briza Ramirez , Alex Arroyo , Michele Henley

Guests Present: Jonathan Groveman, Susan Pelican

Facilitator: Faye Dixon

Time Keeper: Rachel Warner

Notetaker: Rachel Warner

The 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 April agenda.

Samantha proposed two amendments to the agenda:

1. Add item 2.6, Finance Committee Recommendation (approve 2022 Review, pg 9)
2. Add Item 4.0A, Appoint Board Seat

Due to Laura’s absence, Vince M. will present on Items 3.1, 4.3, and 4.4. In Angelo’s absence, Johanna will present Item 4.2. Faye will present Item 3.0.

Samantha motioned to approve the agenda as amended. Alicia seconded the motion and all were in favor. The motion passed unanimously.

Item 2.0 - Consent Calendar

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

Item 3.0 President’s Update

Faye and Samantha gave an update to the Board on the upcoming CCMA conference in lieu of Sharon’s president update.

The motions approved by email vote in the month of March were reviewed to be included in the minutes. The motions are as follows:

- Motion approved on Mar 8, 2023
 - With With 8 votes in favor (yes) and 0 votes against and no comments, the motion: “Motion to confirm the following people will go on the ballot: Anna Lopez, Johanna Abasto, Jonathan Groveman, Taylor Baldwin, Briza Ramirez, Lara Sozer, Susan Pelican” is approved
- Motion approved on Mar 20, 2023
 - With 8 votes in favor (yes) and 0 votes against and no comments, the motion: “I move to appoint Lara Sozer to the Davis Food Co-op Board seat

vacated by Oliver Weiss” Is approved.

- Motion approved on Mar 20, 2023
 - With 8 votes in favor (yes) and 0 votes against and no comments, the motion: “The Davis Food Co-op Board will not allocate patronage refund from the 2022 Fiscal Year” is approved.

Item 3.1 Operations Update

Vince M. reviewed the Operations Update on behalf of the GM, going over the biggest wins and focuses. He also reviewed the Financial reports for February with the Board.

**ADJOURNED FOR BREAK
7:18 PM - 7:28 PM**

4.0 Appoint Board Seat

Samantha motioned to appoint Johanna Abasto to the 1-year term left vacant by Gustave Cirhigiri . Alicia seconded the motion. With 5 in favor and 1 abstention, the motion passed.

4.1 Board Retreat Review

The Board reviewed their experience at the recent Board retreat and discussed the improvements that can be made for future retreats.

4.2 Market Study

Johanna presented the strategic planning committee’s market study proposal, recommending that the store utilize the research plan proposed by Columinate, in conjunction with better capturing and analyzing our CX (customer experiece) survey data, as a first step for a market study. Given the projected cost (under 10k),the committee recommends that the GM move forward with Columinate without the

need for Board approval. The committee will continue to research firms and gather quotes for a larger-scale market study.

4.3 Annual Meeting

Vince discussed the proposed plan for the upcoming Block Party/Annual meeting. The Co-op will conduct the annual meeting in the same way as in 2022, incorporating the Annual Report and Elections information into a community block-party event.

There was a discussion on how to record and approve meeting minutes for these newly structured Annual Meetings. The Board ultimately agreed that a brief statement of the event should be included in the elections information for Ownership to review, as well as to maintain a record of annual meeting compliance.

4.4 Cap-Ex Discussion

Vince led the Board in a review of the updated Cap-Ex quotes for the microgrid/solar/generator project. The Board gathered a list of questions they would like clarification on to be able to move forward with the project.

4.5 Survey Review

Samantha facilitated the Board’s review for policy surveys D1 & D2, noting any comments provided by the Board about the policies.

Item 5.0

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

Samantha moved to adjourn the meeting at 8:26 PM. The motion was seconded by Prasanna. The motion passed unanimously

Angelo Esquivel

Secretary, Davis Food Cooperative, Inc.

6/26/2023
Date Approved