



# Board of Directors Approved Meeting Minutes

Jan 8, 2024

## **1.0 Call to order:**

The regular meeting was called to order at 6:01pm in hybrid meeting via webinar on Zoom: <https://us02web.zoom.us/j/86310227727> Meeting ID: 826 9402 1115 and in person at 537 G Street, Davis, CA, by

Directors Present: Samantha Conselman , Alicia Baddorf , Angelo Esquivel , Lara Sozer , Faye Dixon , Johanna Abasto , Susan Pelican , Jonathan Groveman , Briza Ramirez

Director(s) Absent: None

Staff Present: Anna Lopez , James Galera , Alex Arroyo , Michele Henley , Christine Ciganovich

Guests Present: None

Facilitator: Samantha Conselman

Time Keeper: Samantha Conselman

Notetaker: Laura Sanchez

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 January agenda and Lara Sozer motioned to approve the agenda. Faye seconded the motion. All were in favor and the motion passed unanimously.

**2.0 - Consent Calendar**

Angelo noted that the November meeting minutes were not present. Pull of item B9 for update from Laura 2.6 to 4.0. Angelo asked to add 4.0a to discuss the question from the nominating notes to be an agenda item to get committee feedback. Angelo moved to approve the consent calendar Briza seconded the motion. All were in favor and the motion passed unanimously.

**3.0 President update:**

Samantha presented the president's update. Alicia asked about the mention of the Membership Committee. It was noted that it was discussed during the Executive Committee Meeting.

**3.1 Operations Update**

GM Laura Sanchez gave an Operations Update for the last month, going over the biggest wins and biggest focuses. She also summarized the Financial Reports for November for the Board. Suggestion box was presented and the board discussed if they would like to see suggestion box tracking going forward, the board agreed. Samantha put a motion on the floor to add. Johanna seconded the motion. Unanimous. Action item for board to send Lara emails regarding feedback on the new Financial Summary for the board.

**ADJOURNED FOR BREAK  
6:57PM - 7:07PM**

**4.0a-B9 Policy Verbal update:**

GM Laura gave an update that the selection for GM Successor will be James Galera.

**4.0b Nominating Committee Update/Feedback:**

Angelo discussed the need to understand what skillset the board sees would be beneficial for a board candidate to have or bring to the group. It was agreed that the Finance, Marketing, Business Administration, Facilities/ Construction, Small Business owner would all be beneficial.

**4.1 April Retreat**

Angelo led discussion that April would be a good date to hold the Board Retreat. The suggestion is to review results of Market Study, work on Strategic Plan next steps for SP of 2025-2030. It is proposed to have a facilitator, other board members from other Co-ops, or NCG Resource to present. Proposed date standing is April 13th for a half day. This would be in place of the April Board Meeting.

**4.2 GM Compensation**

Fay led the discussion on GM Compensation prep. The Board is requesting a proposal from the GM Compensation increase that is proposed for the 2 year period. Would like to see information of GM salaries within Co-op's of the same size and market data for salaries in similar roles. Information will be given to the Executive Committee and then discussed in closed session at the February Board Meeting where a decision will be made. It was suggested to note professional development training and plans to do that moving forward. It was noted that Briza and Angelo as staff members do not need to recuse from the discussion but would from the vote.

**4.3 Survey Review:C5&C6**

Jonathan led the discussion on C5 and asked for discussion on the comments that were given. Questions were asked regarding the ability of other board members to attend the Executive Committee meeting and be able to participate. It was proposed

to make the policy more clear for Governance. Policy C6 it was discussed that there is a need for position training specifically for officers.

**5.0: Check-ins & Wrap Up**

Faye led the discussion on Debrief of Board Training.

Susan Motioned to adjourn the meeting at 7:55pm. Susan Second the motion. The vote was unanimous.

*Angelo Esquivel*  
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Secretary, Davis Food Cooperative, Inc.

2-12-2024  
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Date Approved