



# Board of Directors

## Approved Meeting Minutes

February 12, 2024

---

### **1.0 Call to order:**

The regular meeting was called to order at 6:02 pm 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 ,, Jonathan Groveman , Briza Ramirez

Director(s) Absent: Susan Pelican

Staff Present: James Galera , Alex Arroyo ,Michelle Henley, Rachel Warner

Guests Present: Beau Roy, Preston Cardinet, Shevar Goonewardena

Facilitator:

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 February agenda and made no changes.

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

**2.0 - Consent Calendar**

Samantha moved to approve the consent calendar, containing items 2.1-2.9. Alicia seconded the motion. All were in favor and the motion passed unanimously.

**3.0 Financial Audit Presentation**

The Board was given a presentation from Beau, Preston, and Shevar from CliftonLarsonAllen LLP on the financial audit they conducted of the Davis Food Co-op for the 2022-2023 fiscal years.

**ADJOURNED FOR BREAK  
6:55 -7:00 PM**

**3.1 Operations Update**

GM Laura Sanchez gave an Operations Update for the last month, going over the biggest wins, worries, and focuses. She also summarized the Financial reports for December for the Board.

**3.2 Ends Report**

The Strategic Planning committee chair, Angelo, introduced the Ends Report produced by Laura, explaining their review process and additional items requested to complete the report. GM Laura Sanchez gave her report to the Board, covering the end **“access to healthful, local, and high-quality food”**. After discussion and questions, the Board moved to vote on the report. Samantha motioned to approve the Ends Report as given. Johanna seconded the motion. All were in favor and the motion passed unanimously.

#### **4.1 - Board Nominating**

The Board Nominating committee chair, Faye, gave an update to the Board on the ongoing Board elections and the timeline going forward.

Anticipating there may be an empty seat after the elections, the Board agreed to revisit and discuss the open seat at the July 2024 meeting when the new Board members are seated and the 9th seat is left vacant.

#### **4.2 - Looking Forward**

Board President, Samantha, discussed with the Board some of the projects and work the Board will have coming up and asked them to begin thinking about big picture items that may need Board attention.

#### **4.3 - Survey Review - C7 & D4**

Jonathan led the Board in a review and discussion of the two policy surveys sent out, C7 - Committees and Task Forces and D4 - GM Compensation.

#### **5.0: Check-ins & Debrief Board Training**

Vice President, Faye, asked for any final comment on the conduct of the meetings or questions. Alicia discussed her recent Board training through Columinate (CBLD 101). After brief discussion, the Board agreed to move to a closed session.

#### **5.1 - Closed Session**

Samantha motioned to adjourn the meeting. Faye seconded the motion. All were in favor and the meeting adjourned at 8:52 PM.

Angelo Esquivel  
Secretary, Davis Food Cooperative, Inc.

02/14/2024  
Date Approved