Mississippi Market Cooperative, Inc.
Board of Directors Meeting Minutes

Date and place Tuesday, August 26 from 6:30 p.m. to 8:00 p.m.

Directors present in person Roy Berger, Tamara Downs Schwei, Roderick McCulloch, Jon Olson, Noel Nix, Daniel Ramos Haaz, Devona Wells, Taylor Mitsch

Directors present on Zoom

Directors absent Molly Phipps, Catherine Downey

Staff present Madeline Summers, Board Administrator

Member-owners present Andrea Specht, Annette Lopez, Matthew Keliher, Nathaniel Forbes, Alex Johnson, Laura Rosenberg

1. **Call to order** Acting-President Devona Wells called the meeting to order at 6:30 p.m. There was a quorum present.

2. **Check in question** Directors took turns answering a check in question.

3. **Reading the ends** Jon read the ends statement. A -Ends

4. **Member welcome and questions** Devona welcomed member-owners to the meeting. Several attendees mentioned that they were candidates for board service.

5. **Agenda Review** The agenda was reviewed.

6. **Consent Agenda Daniel moved, and Roy seconded to approve the items on the consent agenda which included the acceptance of new member-owners for July (111), the approval of the minutes from July's board meeting, the CEO FYI Report, the approval of membership repurchases (7), and the annual reclassification of inactive memberships (2473). The motion passed.**

7. **Education** The Development Committee asked directors to watch one presentation from the following presentations at CCMA this year:
   - "When Crisis Hits Home: Board-GM Conflict, Accountability, and Recovery at Two Co-ops"
   - "Not Your Ball and Chain: Growing Healthy Relationships on your Co-op Board"
   - "Building Resilience for an Uncertain Future"

   Directors discussed communication norms, the merger proposal, and how to increase intentionality. The discussion also included reflection on the check in question asked at the beginning of each meeting and how it could be used to build connection. Directors noted the access fund for equity in board service and whether they might consider adjusting the board budget to reflect access for childcare or transportation. Directors also discussed their role in creating and following a policy about how the board treats the CEO to ensure that the board is being fair and supportive.

8. **CEO** Catherine submitted a CEO report that outlined compliance with policies B-5 Customer Experience and B-4 Membership.

   Jon motioned and Roy seconded to approve the CEO Monitoring report on B-5 and B-4

9. **Finance Committee** Roderick reviewed the Finance Minutes for the Board of Directors.

   Management recommends issuing a patronage dividend. The finance committee recommends approval of the patronage dividend.

   Roderick moved and Noel Seconded the motion to approve the patronage divided. Motion passed.

10. **Meeting Evaluation** Directors evaluated the parts of the meeting that went well and what could be improved.

11. **Executive Session** There was an executive session.

12. **Adjournment** The meeting adjourned at 7:55 p.m. The next regularly scheduled board meeting will be on Tuesday, September 23 at 6:30 p.m.

Respectfully submitted by Taylor Mitsch, Secretary

[signature] Date: 9/23/2025