

Mississippi Market Cooperative, Inc. Board of Directors Meeting Minutes

Date and place: Tuesday, November 12, 2024, 6:30 p.m. - 8:05 p.m.

Directors present in person: Roy Berger, Roderick McCulloch, Taylor Mitsch, Jon Olson, Molly Phipps, Devona Wells

Directors present on Zoom: None

Commented [MP1]: is it worth it to put none here to show it isn't blank because of an oversight or missing info?

Directors absent: Tamara Downs Schwej, Noel Nix, Daniel Ramos Haaz

Staff present: Catherine Downey, CEO; Madeline Summers, Administrative Assistant to the Board of Directors

Consultant Staff Present: Thane Joyal, Columinate

Member-owners present: Tami Noblet

1. **Call to order.** President Molly Phipps 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: Members had no questions.**
5. **Agenda Review:** The agenda was reviewed. Directors discussed moving the election for officers to before the break.
6. **Consent Agenda: Jon moved, and Roy seconded to approve the items on the consent agenda and the amended agenda, which included the acceptance of new member-owners (427), the approval of the minutes from September's board meeting, the CEO FYI Report, and the approval of membership repurchases (4). The motion passed.**
7. **Education:** Directors welcomed Thane Joyal of Columinate to lead a discussion on the Board Survey results. The board survey is part of an effort to quantify moving towards accountable empowerment, productive teaming, strategic leadership, and democracy within the work of the Board.
8. **Retreat Discussion:** Thane led a discussion on what themes would be helpful to include in the retreat.
9. **Code of Conduct and Conflict of Interest Discussion:** Directors opened a discussion on the Code of Conduct. Directors agreed that they were okay moving forward with the Conflict of Interest policy and showed appreciation for the new and updated language that allowed for more consistent processes over the past board year. Directors shared conflicts of interest.

10. Electing Board Officers

Nominations were accepted for President. Jon nominated Molly for President. **Molly was elected President by a unanimous vote.**

Nominations were accepted for Vice President. Taylor nominated Devona for Vice President. **Devona was elected Vice President by a unanimous vote.**

Nominations were accepted for Treasurer. Jon nominated Roderich for Treasurer. **Roderick was elected Treasurer by a unanimous vote.**

Nominations were accepted for Secretary. Devona nominated Taylor for Secretary. Taylor nominated Tamara. **Taylor was elected Secretary by a unanimous vote.**

11. Break

12. **CEO Monitoring:** Catherine submitted a report on the B1 Policies and gave remarks on how the data supports compliance.

Roderick moved, and Taylor seconded to approve the CEO Monitoring Reports on B1 Financial Conditions and Activities. The motion passed.

13. **President's Report:** Molly submitted a Presidents report that gave further detail on the Officer Elections, Code of Conduct Conversation, Conflicts of Interest, and Committe work for the next Board program year.

14. **Committee Discussion:** Directors discussed committee work.

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

16. **Executive Session:** Directors and CEO discussed a cooperative opportunity.

17. **Adjournment:** The meeting adjourned at 8:05 p.m. The next regularly scheduled board meeting will be on Tuesday, December 10th at 6:30 p.m.

Respectfully submitted by Taylor Mitsch, Secretary

Commented [DW2]: This needs to be updated.

Commented [DW3]: Would this be Taylor, since it's being submitted in December?

Commented [MP4]: yes I think it's Taylor