

**Mississippi Market Cooperative, Inc.**  
**Board of Directors Meeting Minutes**

**Date and place:** Tuesday, February 27, 2024, 6:33 p.m. - 8:22 p.m. hybrid meeting

**Directors present in person:** None

**Directors present on Zoom:** Roy Berger, Daniel Ramos Haas, Jon Olson, Devona Wells, Molly Phipps, Noel Nix, Roderick McCulloch, Taylor Mitsch, Tamara Downs Schwei

**Directors absent:**

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

**Member-owners present:** Marybeth Garrigan

1. **Call to order.** President Molly Phipps called the meeting to order at 6:33 p.m. There was a quorum present.
2. **Check in question.** Directors took turns answering a check in question.
3. **Reading the ends:** Jon Olson read the ends statement. A -Ends
4. **Member welcome and questions:** There were no questions at this time.
5. **Agenda Review:** The agenda was reviewed.
6. **Consent Agenda: Daniel moved, and Roderick seconded to approve the items on the consent agenda, which included the acceptance of new member-owners (66), the approval of the minutes from January's board meeting, the CEO Report, and the approval of membership repurchases (10). The motion passed unanimously.**
7. **Education: The Board's Role in Strategy**  
Directors discussed the reading: Three Strategic Concepts for the Guidance of Co-Operatives by Brett Fairbairn.
8. **Retreat Debrief:** Board Members participated in a retreat on February 10.
9. **Annual Meeting:** Directors reviewed two proposals for the Annual Meeting 2024 from the Marketing Team. Directors agreed that the Annual Meeting proposal for Union Depot will work for 2024.
10. The board took a brief break from 7:26p.m. to 7:30 p.m. The meeting resumed at that time.
11. **CEO Report:**  
Catherine submitted a monitoring report for B1(L4.5) Financial Conditions and Activities and B3 Asset Protection.  
**Jon moved and Taylor seconded to pass the monitoring reports. Motion passed unanimously**

12. **President's Report:** Molly wrote a President's Report for the Board of Directors
13. **Recruitment Committee:** The Recruitment Committee mentioned revisiting the slating matrix to see if updates should be made.
14. **Finance Committee:** Daniel highlighted sales were lower than Q2 last year and that Mississippi Market is currently meeting our covenants.
15. **Meeting Evaluation:** Directors evaluated the parts of the meeting that went well and what could be improved.
16. **Adjournment:** The meeting adjourned at 8:22 p.m. The next regularly scheduled board meeting will be Tuesday, March 26 at 6:30 p.m. The location for directors and co-op staff will be announced shortly before the meeting. Member-owners and guests are invited to attend virtually.

Respectfully submitted by Tamara Downs Schwei, Secretary

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Date: \_\_\_\_\_