A regular meeting of the Food Conspiracy Board of Directors was held at the Food Conspiracy Co-op, Hoff Building, 425 E. 7th St., Tucson, at 6:30 pm on May 22, 2019.

**Present: (Name, Position or Affiliation)**

Michael DeSantis, Board President
Kevin Hendricks, Board Vice President
Susan Silverman, Board Member
David Miller, Board Treasurer
Fiore Iannacone, Board Member
Guru Das Bock, Board Member
Meredith Keith-Chirch, Board Member
Mike Wahl, Board Member
Gontran Zepeda, Board Secretary
Jacob Cooper, Staff Representative
John Glennon, General Manager
Nick Super, Co-op Staff
Raye (Rachel) Winch, Owner
Loren Mitchel, Owner
Richard Bergsma, Owner
Torey Ligon, Board Administrator

**Absent:**

**Meeting called to order at 6:30 p.m.**

**Agenda Review**

Item 9.C, 9.E, and 9.F were pulled from the consent agenda because revised versions were sent around prior to the Board Meeting.

**Visioning**

Michael led a visioning session with the title: “Going to the source.” The following chart was the culmination of a brainstorming session to identify reasons the Co-op will continue to thrive:
“Never make decisions based on fear, only hope and opportunity.” - M. Obama

Why will our Co-op continue to thrive?

- Owner commitment
- Care for the community
- Because of our values
- The Co-op is quintessentially Tucson
- Beautiful food
- Socially conscious organization appeals to Millennials
- Like-minded community
- We have a great name
- Perseverance
- We aim to stay current

- We are human.
  (relationship based business)
- Dedicated leadership that supports the Co-op
- Founded on Rochdale principles
  - Balance market/social values
- Deep foundation: storytelling
  - Expansion/Growth Plans: get even more of a destination
- Owning buildings
- Exceptional herb section & bulk section
- Zero waste project
- Commitment to changing industrialized food system
- Visionary approach on behalf of everyone
- Incredible & unique potential

- Conspiracy passion: not just shoppers
- Responsiveness & flexibility & ability to change
- Social Justice
- Living visionary document
- Personable, people like us, local & national
  - We invest in our staff & they are amazing!
- We network: a web of positive relationships
- True potential for innovation
- Resilience: not dependent
- We are willing to work
  - “Small town feel”

May 2019 Decision Record
Board Work

B1 PMR
A correction was noted on pg. 27 of the packet.

David motioned to approve the B1 PMR with noted correction. Michael seconded.

VOTE: 9-0
Motion Passes

Consent Agenda

A. Approval of President’s Work Plan/Report
B. Board Development Committee Report - May 2019
C. Governance Committee Report
D. Finance Committee Report
E. Governance Committee Charter
F. Finance Committee Charter
G. Approval of April Decision Record and Index Entry

Gontran motioned to approve the consent agenda, as amended. David seconded.

Vote: 9-0
Motion Passes

Items from Consent Agenda

Revised Governance Committee Report

Michael motioned to approve the revised report dated 5/22. Mike seconded.

Vote: 9-0
Motion Passes
Revised Governance Committee Charter
David motioned to approve the revised committee charter. Meredith seconded.
Vote: 9-0
Motion Passes

Revised Finance Committee Charter
Fiore motioned to approve the revised committee charter. David seconded.
Vote: 9-0
Motion Passes

Adjournment of regular meeting
David motioned to adjourn the regular Board Meeting. Mike seconded.
VOTE: 8-0
Motion Passes

Meeting adjourned at 8:20 p.m.