

**Minutes of the
Marquette Food Co-op Board of Directors
February 20, 2018 Meeting**

Start time: Meeting was called to order by president Phil Britton at 6:05 p.m.

Roll call: P. Britton, M. Augustyn, H. Bush, R. Kochis, C. Noordyk.

Absent: C. Morgan (excused), C. Thompson (excused).

Staff: GM Matt Gougeon, Mary Moe, Kelly Cantway, Kat Eaton, Sarah Monte, Evan Zimmerman, Clayton Lesatz.

Public: Brian and Dawn Gustafson.

II. Preliminaries:

(a) Approval of Agenda & Additions: It was noted that there was discussion at the Board Retreat about making changes to the agenda which will be implemented next month. Evan Zimmerman will present during the Store Report. G8 was removed from Consent Agenda for further discussion. New Treasurer will be appointed after Committee Reports.

Motion: To approve agenda with changes (*motion by* R. Kochis, *second* M. Augustyn).

Action: Motion passed unanimously.

III. Consent Agenda:

(a) Approval of January Minutes without changes

(b) Electronic Communications

(c) Annual Ends Report (M. Gougeon)

(d) L5 – Financial Condition 4th Quarter (M. Gougeon)

Motion: To approve consent agenda with changes (*motion by* M. Augustyn, *second* C. Noordyk).

Action: Motion passed unanimously.

G8 – Vice President’s Role (C. Noordyk): G8.2 was discussed. It was noted that since elections are no longer done with paper ballots and are now managed electronically, the security, distribution, etc. of ballots are managed electronically and are not actively managed by the Vice President. Discussion was held concerning whether G8.2 should remain as a legacy or in case a special election is needed. Changes to G8 will be as follows: remove 8.2.1, remove 8.2.2, and modify language of 8.2.3 to read, “is responsible for the balloting process;” and G8.2.3 will read, “ensuring of the certified election results to the membership.”

Board inquired about needs of Outreach Department or IT for elections. Monte commented that it would streamline her efforts if she could communicate directly with the Vice President instead of bringing timelines and other concerns to the whole board at meetings.

Motion: To change G8 policy language as noted (*motion by* C. Noordyk, *second* M. Augustyn.)

Action: Motion passed unanimously.

IV. Public Comment Period: None.

V. Board Education (Superior Angus): Brian and Dawn Gustafson from Superior Angus introduced themselves and noted they are suppliers of beef and lamb to the MFC. They shared

about their involvement in the UP Food Exchange and as a distributor to the MFC. They noted that they have grown with the MFC and their growth would not have been possible without this partnership. They shared that they are proud to be a family business with happy animals, and commented that working with the MFC has enabled them to grow because customers trust the MFC to provide reliable, safe, quality product from vendors that have been vetted by the MFC. Meat processing in the UP was discussed. They shared that year-round processing is their biggest challenge. They also shared about breeding happy, healthy cows and explained that it is tied to their breeding program, which they have been able to improve as their business has grown. The Board was invited to visit Superior Angus to tour the farm.

VI. GM Monitoring

(a) Store Report (M. Gougeon): Written report attached.

P. Britton pointed out that meetings will shift to having a written Store Report, Outreach Report, and Committee Reports provided prior to the meeting so that highlights can be discussed at the meeting. Written reports will be attached to the minutes to be posted for the public.

Evan Zimmerman presented about Odoo, an open source software which will link various operating systems under a single platform. Opportunities to use the software and its various features were discussed. The Board inquired about security and software support. Zimmerman will provide support and noted that paid support is an option if ever needed.

HR Director, Kelly Cantway is leaving the MFC in March. The Board commented on her contribution to the MFC and that she will be missed.

VII. Outreach Reports

(a) Outreach Report (S. Monte): Written report was provided prior to the meeting. Monte reported on success of recent sales, noting March will be a busy month with Easter and St. Patrick's Day sales, as well as a Cheese Madness promotion. Board inquired about voting. 198 votes have been cast so far. Candidate spotlights are going well. Each candidate will run twice. Candidate order on the website is randomized. Board is working on developing language concerning candidate responsibilities related to the elections process. It was also noted that owners can vote in the store. Turkey sale went well. Yoga at the Co-op is going well and is reaching a lot of non-owners.

(b) UP Food Exchange Report (S. Monte): Reported on UPFE activities. Written report attached.

VIII. Second Public Comment Period: None.

IX. Board Monitoring & Discussion

(a) Committee Reports: It was noted that during the Board Retreat, the Board decided that committees will submit written reports ahead of the meeting starting next month. This time will be open for generative discussions and assignments.

(i) GM Evaluation (P. Britton, R. Kochis, C. Noordyk, C. Thompson): Did not meet.

(ii) Finance Committee (B. Cromell, P. Britton, R. Kochis, H. Bush, G. Sarka, C. Thompson): Discussed year-end and January profit and loss. Payroll and other expenses resulted in a loss. Preferred share dividends are due this year from the first offering. Scenarios for

payback schedule were discussed during the committee meeting. The GM will develop a recommendation for the Board and the Board will need to vote on dividends for preferred shares. Patronage dividend was also discussed. Cash on hand as of the end of last year is in a good position.

(iii) Communications Committee (C. Noordyk, C. Morgan, M. Augustyn, H. Bush): Met and discussed the Annual Meeting. The schedule will be different this year, with the meeting first, followed by the dinner. Ideas for Board events were discussed, including an Earth Day trash pick-up event.

(iv) Elections & Nominations (B. Cromell, M. Augustyn, H. Bush): Committee responsibilities were discussed. H. Bush provided guidelines from CDS board consultant pertaining to elections and nominations process. Committee will meet to work on committee charter, policies, and processes.

(v) Board Education & Orientation (C. Morgan, G. Sarka, M. Augustyn, P. Britton): Did not meet but is reaching out to potential Board Education speakers. Taste the Local Difference will speak to the Board in March.

(b) Appoint New Treasurer: C. Noordyk nominated R. Kochis.

Motion: To appoint R. Kochis as Board Treasurer (*motion by* C. Noordyk, *second* M. Augustyn).

Action: *Motion passed unanimously.*

(c) Certify Membership: Board discussed responsibilities related to certifying the membership. Secretary ensures that a true and accurate record of membership is kept.

(d) Set Annual Patronage: GM does not recommend a patronage dividend this year. Board inquired about owner response in recent years. GM explained that the patronage dividend is about sharing profits and that it will be considered when the store returns to profitability.

Motion: To not do a patronage rebate based on management recommendations (*motion by* R. Kochis, *second* C. Noordyk).

Action: *Motion passed unanimously.*

X. Third Public Comment: None.

XI. Closings

(a) March Assignments:

- i. Store Report (M. Gougeon)
- ii. Outreach Reports (S. Monte)
- iii. Board Elections
- iv. Annual Membership Meeting
- v. Begin CCMA Planning
- vi. Consent Agenda:
 1. Approval of February Minutes
 2. Electronic Communications
 3. G11 – Treasurer’s Role (M. Augustyn)
 4. L4 – Membership (M. Gougeon)

5. L10 – Board Logistical Support (M. Gougeon)

XI. Motion to adjourn at 8:08 p.m. (*motion by R. Kochis, second H. Bush*).

Action: Motion passed unanimously.

Next Board Meeting: March 20, 2018 at 6:00 p.m.

Emily Weddle
Board Recorder

Attachments:

Annual Ends Report
L5 – Financial Condition 4th Quarter
Store Report
Outreach Report

January 21, 2017

Policy Type: Ends

Policy Titles: E- Global End

E1- Food

E6- Environmental Stewardship

E2- Local Emphasis

E7- Community Leadership

E3- Economic Vitality

E8- Outreach & Education

E4- Model Workplace

E9- Owner Engagement

E5- Wellness

Last Revised: February 17, 2015

I report compliance with each policy. Changes herein from the last reporting period are highlighted in yellow.

Signed: _____, General Manager

Date: _February 20, 2018

Global: The actions of the Marquette Food Co-op provide access to local, organic, and wholesome products, and the benefits of a healthy, diverse, educated, and sustainable community.

Interpretation/Operational Definition: The MFC makes available local, organic, and wholesome products. It also promotes healthy living to anyone, educates about food and related issues, and endeavors to exemplify sustainable practices. This policy proscribes broad criteria of product attributes and for whom these products are made available. It stipulates that we educate about these criteria and products. **This policy assumes that good food is at the heart of building a healthy community without barriers to the access of either.** It also requires that we, as a business, take measures to not simply use less resources but to also re-use resources, return resources, and generate new resources as we operate.

Data:

By operating a consumer cooperative, the MFC liberally provides the kinds of products described in this policy. At any given time, 60% of the products in the store are organic. More have at least some organic ingredients. Purchases of local products equate 10% of all purchases. There are tens of thousands of items in the store.

The MFC continues to conserve energy and re-use resources through the energy efficiency measures and gray water systems built into our facility. See data for policy E6 Environmental Stewardship for more detail.

The MFC also has robust educational offerings for both members of the cooperative and the public. Often, those classes act as a bridge to connect new people to the store and our broader mission. We partner with other agencies and spread the word about good food across the U.P. We have worked at the state and national level of food safety protocols for small farms.

More detail about how the MFC is structured, functions, and responds to member need is detailed in the rest of this report in the following policies and their interpretations.

E1: Food- The MFC provides access to local, organic, wholesome, and fairly traded food and products.

Interpretation/Operational Definition: The MFC seeks and purchases local, organic, wholesome, and fairly traded products as a significant part of a dynamic product mix. We establish mechanisms and means by which people may access these foods and products.

Data: The MFC is open 361 days a year, for 13 hours per day. Between June 1st and October 31st the store is open from 8am through 10pm or 14hrs per day. The store averaged \$523.00 per hour, or \$80,000.00, in the 153 hours of operation during the period of extended hours of operation. We transact in cash, check, credit, debit, and EBT as well as allow members to front load their member accounts with cash. We are yet the Upper Peninsula's only grocery store offering Double Up Food Bucks (DUFb), a federally funded voucher system for EBT users for twice the value on fresh produce purchases.

DUFb began in late summer and is now a year round offering. Total voucher value and redemption in 2017 tripled over the inaugural year.

	<u>Voucher Value Distributed</u>	<u>Vouchers Redeemed</u>
2016	\$1,496.00	\$1,334.00 (89%)
2017	\$5,229.00	\$3,903.00 (75%)

Members and shoppers are allowed to special order product by the case. The MFC has several regular promotion programs currently running that bring reduced pricing to members and shoppers

- Co-op Deals; a bi-weekly NCG manufacturer rebate program.
- Co-op Values; store generated discounts that focus on perimeter products such as produce, meat and seafood, and prepared foods. This program began in 2016, but the volume of products offered doubled in 2017.
- Holiday or Event based sales; 2017 was our first year of running this type of sale, which included specials for the Super Bowl, St. Patrick's Day, Easter, Memorial Day, 4th of July, Labor Day, Thanksgiving, and Christmas.
- TPRs (temporary price reduction).
- New Items; generated from UNFI and highlight new product.
- Coop Basics; an NCG generated program serving as an Everyday Low Price promotion providing deeply discounted product throughout the store mostly through the Field Day label.
- In Store Special (ISS); department manager generated, product close outs, or TPRs.
- Case Stacks, Flash Sales, and other special promotions.

Satori (formerly SPINS) is an organic and specialty product grocery analytics company that we use to track sales data of products we sell and that of other similar stores in our Midwestern region. As reported here last year, using SPINS data and our own internal data we find that 60% of product sold in the store was 70-100% organic.

Local food may be regularly purchased at the store year round. Of over \$600,000.00 in purchases of all local product, \$589,316.00 was food. Through the UP Food Exchange's Online Marketplace, local food (excluding meat, eggs, and dairy) is purchased by MFC and other institutions like schools, hospitals, restaurants, and universities throughout the U.P. \$216,011.00 of sales passed through UPFE's Online Marketplace from local farms to Co-op and other wholesale customers. The UP Food Exchange or was also the vendor supplying local products for four Farm to School Fundraising campaigns. Students were responsible for selling products to community members and a percentage of the sales went to fund educational opportunities and materials at those schools. (See data in E8, Education and Outreach for more detail).

The MFC contracted with two main suppliers in 2017, United Natural Foods International (UNFI) and Co-op Partners Warehouse (CPW). UNFI is the nation's largest wholesaler of organic and natural foods for the grocery industry. CPW is an off shoot of the Wedge Co-op in Minnesota and provides us with organic and fair trade produce. We are one of CPW's largest single customers- which is saying something as they serve all the twin cities and Wisconsin co-ops as well. We were also served by two other distributors in 2017, Russ Davis, produce wholesaler and Cherry Capitol Foods, a Michigan foods wholesaler. Our Prepared Foods and Meat & Seafood Departments is served in part by Sysco, a national food distributor. There are more than a hundred other independent vendors represented throughout the store.

Because of our membership in the National Cooperative Grocers, we share a common UNFI purchasing contract with 147 other member co-ops representing over 200 stores in 37 states. This contract gives us

markedly reduced costs on product than if we were an independent store. These cost savings are passed along to our shoppers. Product from UNFI accounts for about 60% of product on the shelf. We remain the area's single largest "one stop" purveyor of local, organic, wholesome, and fairly traded foods and products.

E2: Local Emphasis- MFC gives preference to local products and services that align with operational principles.

Interpretation/Operational Definition: The MFC purchases products and services locally that support store policy and make good business sense.

Data: *Please see the data from E1 for data on local food/product purchases and E3 Economic vitality for financial figures relative to purchases of local product and services.*

The MFC gives preference to local product by:

- Keeping it price competitive with national competitors.
- Giving prominent shelf space to it and lots of promotional visibility. The word "local" is prominent in store marketing.
- Facilitating, designing, and then training food safety protocols for suppliers.
- Integrating local food into our cooking classes.
- Hosting farm tours for the last twelve years.
- Continued participation in the UP Food Exchange and management of the Online Marketplace.
- Convening the Central UP Food Policy Committee and the central U.P. Farm to School Committee.
- Opening new institutional markets to growers.
- Making local food integral to the UPFE Farm To School Fund Raiser fund raising program for local schools.
- Serving as an aggregation site for U.P. farm products.
- Developing distribution opportunities for local food.
- Keeping local in the media spotlight.

The MFC gives preference to local services by: Choosing local service providers over national or multi-national providers unless it is clearly price prohibitive to do so.

Through the NCG, we have a common purchasing contract with a variety of national vendors for paper products, containers, displays, etc. These cooperative contracts keep costs low and we don't seek local vendors for these supplies. But we purchase services like cleaning (Spiffy Clean), general maintenance (Tamarack Builders), accounting (Pat Thompson & Paul Nardi), legal (Michelle Halley), and financial services (Range Bank & Northern Initiatives) locally. Our insurance is purchased through a local agency (VAST), and our garbage hauler (Northcountry Disposal) is also local.

E3: Economic Vitality- The MFC uses the cooperative business model, primarily through a retail storefront, as a component of a robust local economy.

Interpretation/Operational Definition: The MFC shall remain economically viable while maintaining a cooperative organization and structure. Further, we positively impact our local economy through our payroll and purchases of as many local services and products as makes good sense.

Data: By definition, a cooperative exists to serve the needs of its members. A cooperative is also financed, in part, by member dollars. At the end of 2017, 27% of the assets of the MFC were held by direct member investment dollars; \$571,010.00 in member shares and \$473,000.00 in preferred shares. The MFC is structured cooperatively from its corporate documents and bylaws to its representative board of directors elected from the membership.

In 2017, total sales revenue at the MFC was \$9.28 million. The following represents how dollars were spent locally on goods and services:

- \$1,773,592 back to the community in wages and salaries to employees.
- \$186,415 was paid out in benefits to employees.
- \$589,316 of local food and goods.
- \$6,095 for professional services.
- \$55,329 of insurance through a local agency.
- \$56,494 for cleaning and maintenance.
- \$121,822 utilities & garbage removal.
- \$37,152 for local property taxes.
- \$58,357 on local advertising and media.
- \$10,063 in local donations.

For a grand total of \$2,894,635.00 or 31% of total store revenue returned or spent locally or within our community. It is held that for every dollar spent locally, 45 cents of that dollar is reinvested locally. This is known as the local multiplier effect and equates \$1,302,586.00 remaining in this community.

E4: Model Workplace- MFC fosters a workplace in which there is a professional culture of mutual support and open communication, while balancing personal and organizational needs.

Interpretation/Operational Definition: The MFC is a good place to work. There exists a culture of professional respect among employees and open lines of communication. Employee compensation and benefits are weighed against operational capacity.

Data: Communication- Store Administration and Management communicate with staff via meetings, memos, postings, and emails. Additionally, all departments have a communication log or board where important information is placed for store and department specific information. Staff receive an Employee Satisfaction Survey annually, and a Benefits Survey bi-annually as a means of gauging staff preferences and interests in their work life. Survey results corroborate that the MFC is a good place to work. Also, the General Manager, has an “open door” policy and will meet with staff at any reasonable request.

Work Place Safety- The MFC Safety and Emergency Plan is revised annually. The plan includes all necessary information for management and staff to work safely within our facility. It outlines emergency procedures and defines roles for employees in such instances. It includes safety policies and procedures

for departmental use and a Product Recall/Foodborne Illness protocol. Our Experience Mod, which is the determining measure of our Workmans Comp. insurance rate, continues to stay at .71. This is a very good number that continues to keep our Workers Compensation premiums near 13,000.00 for the year. The Workplace Violence Prevention Program is also updated annually and given to all MFC staff during orientation.

Our MFC Safety Committee meets quarterly to review accident reports, take recommendations on safety related issues from the staff and to walk through the store to check for potential hazards. This group is comprised of staff members from various departments and the HR Director. The committee also reviews the Safety Program and makes changes when necessary. The Safety Committee is also tasked with organizing Safety Week. A variety of activities are planned to increase awareness of safety issues throughout the store.

Compensation & Benefits-The MFC Compensation Philosophy abides:

The MFC compensation philosophy allows for wages and benefits that are meaningful, clearly communicated through an effective administration system, and include special benefits that make us distinctive as an organization.

MFC strives to pay competitive wages for staff who have achieved full competency, and allow for pay ranges that reflect responsibilities, specialized skills, and pay increases that reward longevity and performance. Our wage schedule provides guidelines so that compensation decisions can be made with confidence and consistency.

Our goal is to meet or exceed the mean wages, paid by position, as determined by the US Bureau of Labor and Statistics for the Upper Peninsula of Michigan. All pay decisions are balanced against organizational need and capacity.

After 18 months of effort to become more productive as an operational workforce, the MFC implemented a Livable Wage for all staff and a new wage schedule to reflect the new wage increase. Livable Wage is a compensation model that takes into account the actual costs of living in a specific geographic area. It is formulaic in structure and when data is applied to the formula, a sample wage to cover those costs of living is the result. Data for the formula originated from the Federal Bureau of Labor Statistics, the Federal Census, Department of Housing and Urban Development, USDA, and other aggregated business and industry data. Based on that data it was determined that the new base wage at the MFC would be \$11.56 per hour. This raised our base wage from the previous \$8.90 per hour. Additionally staff were given .01 per hour raise for every month of tenure at the MFC ensuring that all staff received a bump in pay regardless of whether their wage was already above the new minimum.

Moving to a Livable Wage has not only improved the lives of our employees it has also halted an employee turnover problem we experienced over the twelve months prior to implementation. Hopefully other businesses in our community will see the value of no longer perceiving labor as a cost but rather an investment in people.

There is also a full slate of benefits for staff at the MFC. The list of employee benefits at the MFC follows:

Upon employment

- Both full-time and part-time employees:

- 20% discount on most grocery items 10% discount on beer, wine and deli items.
- Cost plus 10% on special orders.
- Employee pricing plus 10% on special orders from the sale flyer.
- Complimentary massages and wellness sessions (monthly drawings).
- Opportunities to attend Outreach events for free (some assistance may be required).
- Free items in the staff break room.
- Anytime Fitness membership discount - \$29 per month for 12 month contract.
- Transportation Benefit for bicyclists and public transit commuters.
- Employee Assistance Program with Northstar.

Upon completion of 90 day training period

- Full-time employees:
 - Flexible Spending Account (FSA): \$500/year, November-October.
 - Paid Time Off (PTO): Based on accrual system (Accrual Rate per Hour: .0308).
 - Assurant Vision Insurance with available buy up options for self and dependents.
 - Assurant Dental Insurance available for purchase.
 - BCBS health Insurance, MFC pays 61-71% (based on wage) of premium cost, employee pays remainder.
 - Aflac Supplemental Insurance available for purchase.
 - Bereavement leave, 2 paid days to attend funeral of close relative.
 - Life and Accidental Death enrollment available.
- Part-time employees:
 - Paid Time Off (PTO): Based on accrual system (Accrual Rate per Hour: .0308).
 - Assurant Vision Insurance with available buy up options for self and dependents.
 - Assurant Dental Insurance available for purchase.
 - Aflac Supplemental Insurance available for purchase.
 - Bereavement leave, 2 paid days to attend funeral of close relative.
 - Life and Accidental Death enrollment available.

Upon 1 Year of employment

- Both full-time and part-time employees:
 - PTO accrual rate increases to .0461 per hour.
 - FMLA eligibility.

E5: Wellness-MFC promotes health and wellness in our community through the principles of eating good food, staying connected, being active, and rest.

Interpretation/Operational Definition: The MFC supports healthy living and a balanced approach to wellness that takes into account both mind and body.

Data: The MFC has promoted health and wellness since its inception in 1971. We were formed by people who sought good food in order to be healthy and well. Since then, the MFC has positioned itself

as the premiere health and wellness retailer in the area. The following provides a look at how we do this:

- We are a one stop shop for everything from healthy foods to our own brand of vitamins and supplements with a knowledgeable staff to help answer customer questions.
- We have an Outreach Department to spread the word about our products and teach people to use them.
- Sarah Monte chairs the ACHIEVE Community Wellness Committee that works to promote health and wellness through environmental and policy change.
- Through UPFE we work with schools to implement fundraising activities that sell farm products instead of candy.
- We donate food or sponsor events that promote active lifestyles like the Kicks For Kids 5k race, the Iron Range Roll race, the Ore to Shore, and the Marquette Trail Running Club races.
- We have information tables at events like Aspen Ridge School Family Night, NMU Wildcat Wellness Health Fair, and the Gwinn School Health Fair.
- We offer low cost or free food demonstrations such as green smoothies for schools and youth groups. This includes scouts, 4H groups, daycare facilities, and in public school classrooms.
- We offer hands on cooking classes that help people connect with not only food but also each other. We work to ensure classes are accessible to people of different socioeconomic backgrounds, by partnering with other organizations such as NMU, the Downtown Marquette Farmer's Market, and Teaching Family Homes.
- We provide a breast feeding/pumping room for nursing mothers and offer staff benefits like giving discounts on vitamin C and other cold/flu remedies, paid sick time, discounted gym memberships, and give free discounted produce to staff in the staff break room.
- **E6: Environmental Stewardship- MFC strives to conduct its operations in an environmentally conscious manner.**
- **Interpretation/Operational Definition:** The MFC will keep a light environmental impact "top of mind" while operating.
- **Data:** In 2013 the MFC Board of Directors made policy that stated when the cost of including energy efficiency solutions in our new building plans was within 10% or less than *not* including them, the General Manager was directed to opt for the energy saving solution. Our building has two gray water systems, LED lighting on timers and motion detectors, reclaimed waste heat from compressors, and proper insulation. We also make use of green space to absorb parking lot run off. Overall, compared to our old location, we have realized a net decrease in energy usage.
- Two new initiatives focused on "greening" the store began in 2016; the 502 Eco Tribe committee and participation in the NCG's Co+Efficient program. Formed at the staff level, 502 Eco Tribe develops sustainability measures in store operations. 502 Eco Tribe meets monthly, with a representative from each department reporting on progress, while setting goals and working on the implementation of new initiatives.

- In December, Eco Tribe also decided to further the Co-op's accountability in sustainability efforts by signing on to the Climate Collaborative in the areas of Food Waste and Energy Efficiency. The group is working to set goals and implement strategies to further reduce food waste and improve energy efficiency in the building.
- At the December 2017 Eco Tribe meeting, the group welcomed the local chapter of the Citizens Climate Lobby to present. The Co-op endorsed action on climate change by signing a "Community Leader" letter to Congress asking to sponsor and/or support measures that will acknowledge the serious threat posed by climate change and reduce greenhouse gas emissions in a clear, transparent, and effective way. We also endorsed a carbon fee and dividend plan outlined by the CCL which would place a fee on fossil fuels at the source (at the well, mine, or port of entry), beginning at \$15/metric ton CO2 equivalent emissions. The fee would steadily increase annually at \$10/metric ton, and 100 percent of the net fees would be returned to American households on a per capita basis as a monthly dividend. A border adjustment assesses a fee or rebate on goods traded with countries without a comparable carbon price. According to CCL, the policy will:
 - Send a clear price signal to entrepreneurs and existing businesses to invest in a clean-energy economy.
 - Protect lower and middle-income households.
 - Create jobs.
 - Discourage domestic businesses from relocating where they can emit more CO2 and encourage other nations to adopt an equivalent price on carbon.
- Our participation in Co+efficient, the NCG's co-op sustainability program will provide data for measuring our impact in our community. From NCG's Website: "Co+efficient, NCG's co-op sustainability program, works to measurably improve co-ops' social, environmental and local economic impacts. We do this through three main steps, each with tools and resources to help guide the process, making it applicable for co-ops with advanced or new sustainability programs." The three steps are Measure, Analyze, and Improve.
 - 2017 marked our first full year of data gathered for Co+efficient. In early January 2018, we submitted the T2 Impact Metrics report, and are awaiting a full report to analyze.
 - A few stand-out metrics from 2017 that the Co-op is proud of include donations of food and composting.
 - \$167,441.12 worth of product given to staff/donated to local homeless shelter & women's shelter.
 - 46,374 pounds of organic material diverted from the landfill for composting
 - 147,120 pounds of material recycled.
- In addressing food waste: All waste from our Produce Department is transferred to the deli for use the day's food preparation, or given to local farmers as compost. Outdated product that is no longer sellable but still edible is directed to staff. Day old bakery items and community food

donations are taken across the street and donated to the Room at the Inn warming shelter and/or the Women's Center/Harbor House.

- Coming out of the work of the 502 Eco Tribe in 2017, re-useable dishes were introduced in our prepared foods department for dine-in customers, as well as a new recycling program in the café area to reduce the amount of materials being sent to the landfill and encourage shoppers to participate in our efforts.

E7: Community Leadership- MFC takes a collaborative leadership approach to positively impact our community.

Interpretation/Operational definition: The MFC does good work in our community by partnering with other agencies and businesses.

Data: The MFC is a willing community partner and leads through service to other people and agencies. What follows is a list of initiatives, partner agencies, and our role in working with them.

- UP Food Exchange:
 - MSU Extension, Western UP Health Department, and Sault Tribe of Chippewa Indians-
 - Central UP Food Policy Committee- we host, take notes, and assist this committee that looks at ways to encourage the development of local policy that favors local food production and supports the UP's ability to provide for its own food needs. Partners include MSUE, city, township and county planners, and citizens.
 - Central Upper Peninsula Farm to School Committee- Please see data for E8, Outreach & Education.
 - Coordination of the Online Marketplace, website, Farm to School Fundraising, and Plowshare Newsletter.
- ACHIEVE:
 - Participating organizations include YMCA, Marquette County Health Dept., NMU, CAAM, MSUE, UPHealth Systems, BC/BS, UPHP, Western Marquette County Health Foundation, The Downtown Marquette Farmers Market, JJ Packs, Peter White Public Library, and the Sault Tribe.
 - We have been active partners in the development and maintenance of this coalition since 2010. Sarah Monte chairs the Achieve Committee.
 - This year, the ACHIEVE committee obtained funds from the Sault Tribe to contribute over 2,500 pounds of organic produce to JJ Packs. The Co-op worked with supplier Russ Davis to secure organic produce at a conventional price and coordinated the weekly delivery to JJ Packs for nearly 3 months.
- MSU Extension UPREC Advisory Council:

- Matt Gougeon sits on the council which advises the UPREC Director about current and future programming needs of U.P. citizens and farmers.
- Taste the Local Difference (TLD):
 - We help connect TLD to local farmers, assist with the storage, distribution, and promotion of their local food guide, and generally support them in their Outreach efforts in the Upper Peninsula.
- United Way:
 - Our involvement with United Way has grown over the last two years, with increased promotion and a well-trained and motivated staff leading a round-up program. This year we raised \$7,300 – \$3,800 over our original goal.

General Manager Matt Gougeon currently sits as the president of the board of the Marquette Chamber of Commerce and is Vice President of Michigan Energy Options, an **expanding** alternative and renewable energy non-profit with offices in Lansing, **Grand Rapids**, and Marquette. Outreach Director Sarah Monte sits on the board of Michigan Farm to Institution Network Advisory Board.

The MFC continues to be a leader in farm food safety in the U.P. by working with the farmers who supply our store as well as farmers around the U.P. who are connected to UPFE. Through UPFE, the MFC provides yearly food safety training. Our Co-op assists MFC suppliers with production planning and makes annual educational visits to each farm to help them stay current with food safety best practices. MFC Board Member, Phil Britton, is the director of the Michigan GroupGAP Network. This group is creating a state wide, collaborative food safety system. The MFC remains part of the USDA/Wallace Center GroupGAP Community of Practice which is an extension of the GroupGAP Pilot Study work that we were part of in 2014-2015.

E8: Outreach and Education- MFC uses multi-faceted approaches to proactively engage our community and promote cooperative principles and support the operations of the store.

Interpretation/Operational Definition: The MFC shall offer a variety of educational opportunities for both members and the public. These educational offerings shall exemplify and be guided by the cooperative principles and will generally focus on food and related issues as they pertain to MFC policies, practices, and member need.

Data: Classes and Events:

2017 was the first full year in which traditional marketing techniques were implemented alongside our educational programming. We have increased promotions in the store while also maintaining a robust education program. 2017 we participated in 26 presentations, basic store tours or tabling events, presented 19 food demonstrations, and administered 43 cooking classes. Our cooking classes include public classes, privately contracted classes, and programming for youth. At least 14 of these events (some of which were multiple weeks long) directly involved youth. Approximately 4,325 people were reached when all the activities are combined.

Additionally, we implemented an active sampling program in the store that often provided far more than a free taste of product. Customers learned more about fair trade, organic, gluten-free, and vegan products 29 times over the year, often directly from people who created the product.

Public Classes:

- These are our typical classes that teach a variety of ethnic and seasonal cooking styles. We offered 22 of these classes in 2017 with overall attendance of 279 people.

Private Classes: The Co-op hosted 21 private cooking classes in 2017 with overall attendance of 241 people.

While businesses and organizations such as TV6, MARESA, and Grow & Lead: Community and Youth Development, NCLL, and Range Bank continued to schedule with us, we saw an increase in both individually organized parties and in recurring class scheduling. We also saw greater age diversity in our classes this year. There was an increase in millennials, with classes coming from NMU and 40 Below. 8 total classes; GLYDC, MARESA, NCLL, LIVEWISE, and assorted private groups

Demos at conferences and events: 19 demos both offsite and at the Co-op, with an overall reach of 1,171 people

- A sampling from the list includes demonstrations at the Downtown Marquette Farmers Market, NMU, the Garden Extravaganza, the MSHS freshmen class, and a free 9 week food class for children at Peter White Public Library.

Farm to School:

We have hosted the Farm to School committee for some years now. In 2017, The North Farm and the Marquette Food Co-op began to co-chair the committee, with the North Farm concentrating on school garden initiatives and the Co-op on procurement. This year the North Farm began work on an agricultural education website. In addition to feedback from the Co-op, we were able to provide \$5,000 to support the project through SET funds. There are too many individual teachers, parents, and community members to list that are involved in the Farm to School Committee but some other organizations include: MAPS, Gwinn Schools, NICE Schools, Blue Cross/ Blue Shield, NMU, MSU Extension, Superior Beekeeping Club, , and MARESA.

Farm to School Fundraiser:

We are the direct organizer for this Central Upper Peninsula Farm to School fundraising program where students raise money for their schools selling farm products. Through the U.P. Food Exchange platform and program templates developed by us, schools work with us instead of downstate organizers. Five schools and organizations participated in 2017 and purchased \$10,366.00 of product directly from local vendors. This netted the four organizations \$9,639.00 in profit for themselves. After all costs and expenses UPFE netted \$300.00 for providing this service.

E9: Owner Engagement- MFC maintains connection and relevance to its owners and encourages them to take an active role in order to sustain the cooperative.

Interpretation/Operational Definition: The MFC maintains open communication with its owners and encourages and seeks their input.

Data: We have an ongoing and robust Customer Suggestion system. We average about 10-15 suggestions, compliments, or complaints per week. Each suggestion is responded to personally by Bea Steeland, our Owner Services Coordinator, or routed to the most appropriate person for a response. All comments and responses are recorded and archived. Most customer comments are relative to product requests, and we are so pleased that our customer suggestion system has assisted us in bringing numerous in-demand products to our shelves, and continues to help us improve the shopping experience for our customers.

In response to our extensive customer survey of 2015, we spent all of 2016 preparing a comprehensive marketing plan, developing new pricing structures, and planning resets and new product strategies to satisfy what we learned from that survey. The Board of Directors have been reported to variously about these changes throughout 2017.

We planned, developed, and wrote our first expanded electronic newsletter, The Fresh Feed, during 2015 and launched it on the first day of 2017. Member response has been positive. We are able to track engagement with the Fresh Feed through our email marketing service. We can see how many people are reading the newsletter, and even which articles they are most interested in. Our open rate is about 30%, well above industry average. Members may stay in touch with the store through social media, email, phone, and easy contact with any staff or administrative personnel.

Knowing that people “communicate” with their dollars, we regularly analyze shopping trends and customer purchasing habits in an effort to understand what is relevant to them about store offerings. Evaluations are used at every cooking class, and they include a question about what classes the customers would like to see in the future. These are tallied and the top 5 most requested classes are given priority for the next class season.

Summary

Fulfilling owner and community need is the cooperative measure of success. The Marquette Food Co-op continues to strive to reach the potential that only a community owned organization may achieve. The benefits of a triple bottom line that places people, environment, and profit at its core are founded in the principles of cooperation. This is our relevant guidepost. Through active listening and critical thinking, we ensure that this organization takes the right steps to the benefit of the most of its stakeholders. Our Board of Directors governs democratically through policy creation and adoption. They are accountable for the path we embark on and the results of organizational actions that move us forward. In this way the entire organization ensures the relevancy of our operations to the larger community.

We are self-governed. We are inclusive of everyone and play well with others. We are an economic engine. We are beholden to no other agency or individual. We are seasoned and excellent collaborators. Education and learning is in our DNA. What is good for us, we make certain is also good for our community.

What more could be asked of any organization? What more could entice continued participation, continued growth, continued respect, and continued progress toward human equity? Now more than ever, the Marquette Food Co-op exemplifies a humane relevancy in a culture and world careening toward its opposite. All of this can be summarized into two short familiar statements: Feel good. Shop the Co-op.

POLICY TYPE: EXECUTIVE LIMITATIONS

POLICY TITLE: L5 – FINANCIAL CONDITIONS AND ACTIVITIES

Reporting Period: October 1, 2017- December 31, 2017

I report compliance with all parts of this policy **except L5.6**. Policy interpretations are unchanged since last quarter review. Supporting data and statements have changed in the Global policy and policies L5.2, L5.3, L5.5, L5.6, L5.7, and L5.8. Changes are highlighted in yellow.

I certify that the information contained in this report is true to the best of my knowledge given the information available to me.

Signed: Matthew L. Gougeon_____, General Manager

Date: February 20, 2018

Unless otherwise indicated, all data is taken from the 4th quarter of 2017.

With respect to the actual, ongoing financial condition and activities, the General Manager will not cause or allow the development of fiscal jeopardy or material deviation of actual expenditures from board priorities established in the ends policies.

Interpretation/Operational Definition: The General Manager will ensure appropriate cash flow to pay daily bills, refrain from incurring debt other than trade payables or other reasonable and customary liabilities related to daily operations, and actively work toward the development of a financial contingency plan should one become necessary. All related financial decisions must be guided by the concepts of the Global Ends Policies.

Data: The Statement of Cash Flows as of December 31, 2017 shows an increase of cash of 98,220.00. This increase in cash is representative of proceeds from our operations, sales of equity shares and interest payments on construction loans. No new debt was incurred in the 4th quarter of 2017. Daily payables and liabilities remained customary to regular operational requirements. See Statement of Cash Flows. Note: EBITDA, which is an alternative method of viewing operational cash flow, for the period was 4%, or \$89,974.00

The GM Will Not:

L5.1 Incur debt other than trade payables or other reasonable and customary liabilities incurred in the ordinary course of doing business.

Interpretation/Operational Definition: The General Manager will not place the Co-op in fiscal jeopardy through abuse of his power as the cooperative's agent regarding large capital expenditures, unreasonable loans, etc.

Data: Our current customary liabilities fall within normal operating procedures as shown in our quarterly financial statement. The long term liabilities from the previous quarter are reduced and exhibit updated figures to the Notes Payable to Range Bank, Shared Capital Cooperative (formerly NCDF), and NI. On December 20, 2013, with Board knowledge and consent, we entered into construction and equipment loans with Range Bank, Northern Initiatives, and Shared Capital Cooperative in the amount totaling of \$3,456,800.00. All of these funds were dispersed to the project by Range Bank, Marquette County Title Company, or the NCDF. Our Commercial Mortgage with Range Bank on our buildings was retired and subsumed by the commercial construction loan closed on December 20th of 2013. After a six month period of interest only payments to our lenders in the last half of 2016, we have returned to full principle and interest payments beginning in January of this year. New terms for NI Note 2 have been finalized in the 4th quarter. All notes are on full principle and interest payments. (See updated debt schedule). Long term liabilities on the balance sheet as of the end of the 4th quarter are: \$2,339,908.00. (Balance sheet long term liabilities exclude the current portion of debt due.) This represents a reduction of \$190,252.00 from the same period last year. Note that total balances on all notes payable are \$2,647,481. There have been no large capital expenditures in the 4th quarter of 2017

L5.2 Use restricted funds for any purpose other than that required by the restriction.

Interpretation/Operational Definition: There are currently no longer any identified restricted funds until such time as MFC management and Board determine specific restricted funds.

Data: N/A

L5.3 Fail to settle contracts, payroll, loans or other financial obligations in other than a timely manner.

Interpretation/Operational Definition: The General Manager will fulfill all financial obligations in addition to COGS and daily expenses and will not incur late charges.

Data: Financial obligations outside of COGS and operating expenses are the Notes Payable with Range Bank, NCDF, and NI and payroll. Principal and interest payments to Range Bank, Shared Capital Cooperative (NCDF) and NI have been made on time. The 4th quarter payroll has been met in a timely manner. (See attached Electronic Federal Tax Payments Systems (EFTPS) reports.

L5.4 Allow tax payments and other government-ordered payments or filings to be overdue or inaccurately filed.

Interpretation/Operational Definition: The General Manager will ensure that all tax and government ordered payments are made on time, filed accurately and have resulted in no late notifications or assessment of penalties.

Data: All federal tax payments, federal withholding, social security/medicare (FICA), and federal unemployment (FUTA), are paid electronically through the Electronic Federal Tax Payments System (EFTPS) and followed up with paper quarterly returns prepared by our accountant, signed by the General Manager and filed by their due date. Monthly Michigan Sales, Use, & Withholding returns and State Unemployment Agency quarterly tax reports are completed by our accountant and signed by the GM, paid, and filed by us. Our 2016 Federal Corporate Tax return has been filed. Our Michigan Business Tax return has also been filed. (See EFTPS deposit report) (See attached filing schedule from Thompson & Pauquette, P.C. and copies of all returns and check stubs for the 4th quarter of 2017)

L5.5 Enter into real property lease agreements without board approval.

Interpretation/Operational Definition: The General Manager will seek board approval before entering into any real property lease agreements. Additionally the GM will apprise of, make recommendation to, and seek counsel of the board prior to the MFC entering any real property leases.

Data: We no longer have any real property leases.

L5.6 Fail to meet the following objectives unless otherwise established by a board-approved document:

- A. Maintain sufficient liquidity to pay bills in a timely manner. Current Ratio should not fall below 2:1.**
- B. Maintain sales and net income at levels sufficient to support store operations and annual objectives.**

Interpretation/Operational Definition: The General Manager shall meet these objectives, unless by otherwise written board directive, to maintain a healthy ratio between ability to pay debt and payables and prevent creditors from exerting undue influence over the membership and this business while maintaining modest profitability.

Data: A: Current ratio as of December 31, 2017: \$584,062.00/\$885,032.00 or **.66:1** B: As of December 31, 2017 sales have increased at a rate of **9.1%** over the same period last year and there is a **.62%** net profit for the quarter.

Note: EBITDA as of end of the 4th quarter was \$365,210 or 4%. This provides an alternative picture of the end of year cash position. The formula for EBITDA is operating cash minus depreciation and interest.

L5.7 Fail to make recommendations and rationale to the board regarding patronage dividend at the February meeting of the board.

Interpretation/Operational Definition: The General Manager will provide the board of directors with his recommendation and rationale regarding a patronage rebate for owners of our cooperative at the February board meeting each year.

Data: N/A. See addendum

L5.8 Allow financial record keeping systems to be unchecked by a certified public accountant, outside audit or other qualified third party.

Interpretation/Operational Definition: The General Manager will ensure that record keeping is adequate to provide the accountant the information that he needs to prepare our monthly and quarterly financial statements.

Data: Pat Thompson, our accountant, reviews financial documentation provided by Finance Manager, Kat Eaton, before preparing all financial reports. We had a Financial Review completed by Makela, Toutant, Hill, and Nardi PC for Calendar Year 2016 in this reporting period. The Board received a full report on this at our December regular meeting. We are contracting with them to review our 2017 financial statements this year.

ADDENDUM

As our profit in 2017 was small at \$1,915.00 and as we are facing a challenging year of increased competition in our market. I am not recommending a patronage dividend disbursement for 2017.

Store Report February, 2018

Sales

Sales for the first half of February continue on a double digit path. Sales growth in January was close to 13% and half way through this month we are 11% up. Growth categories thus far are Prepared Foods (close to 60% up), Fresh Bakery (21%), Frozen and Vitamins and Supplements (16%).

Insurance

The follow up to last month's report is that we will have a new umbrella liability policy in place by the 22nd of this month after Harleysville dumped us. Our new carrier is Cincinnati Insurance Company. We had a small hold up in that they didn't like the fact that we had a private label supplement line because even though we don't manufacture the supplements they felt it was a liability for our name to be on such product. In the end we worked it out with Vitamer, the manufacturer, and the insurance company and reassured we were clean in the event of a bad product causing injury or sickness to a customer. Our new premium will be \$1,300.00 less than with our previous carrier.

Odoo

As referenced at the Board retreat, the Administrative team has decided, based on Evan's recommendation, that Odoo software is the first step before we implement e-commerce and increased digital access to the store. In short, Odoo will link our various operating systems under one software and help different systems to communicate to one another. We will rely on Evan to give you more detail at this month's regular board meeting. Odoo represents some operational collective excitement. Yes, software can be exciting.

Server

Relative to technology operating systems, we have purchased a new server to run Catapult. Our old server was no longer powerful enough to adequately handle present and future needs like automated ordering. Additionally, we have purchased five new computers as we have begun to cycle through the usefulness of machines we opened the store with. Both the server and computers are on a 12 month lease with a one dollar buyout at the end of the lease. Total purchase cost were about \$7,000.00. These purchases are part of our brave new technological future to better serve member need.

All Staff Meetings

We held all-staff meetings again to update everyone on the financial condition of the store, talk about coming competition, and further update everyone on industry trends. We also formally announced that there will be no staff pay raises this year in light of the uncertain result of Meijer opening unless someone was being promoted or undertook additional responsibilities. We also informed everyone on the progress being made on the new evaluation system which will begin being used in the 2nd quarter of this year.

Kelly Cantway

Our HR Director, Kelly Cantway, will leave us at the end of March. Kelly has been here 10 years and has worked in many capacities in our organization. She was hired as a cashier and then moved to the Produce Department. From there she went Outreach and was eventually promoted to the Director of

Outreach. At our new store she was our Front End Manager until she became our HR Director. Kelly's time with us has been invaluable. She has always been an example of leadership regardless of her role. Her knowledge and experience will be missed. Dearly. We will have a new HR Director in place by mid-March.

Outreach Board Report

MFC

- Voting is up and running successfully. Online candidate spotlight has started. No word from those who don't have a photo.
- Annual Meeting is on schedule.
 - New Timeline:
 - 5pm social
 - 5:30-6:30 meeting
 - 6:30 dinner, call for final raffle entries, & quiet music
 - 7:00 raffle winners announced, party music starts afterwards
 - All the prizes this year will be local items, vendors, etc. Grand prize is \$200 voucher for the Landmark, they donated a multicourse dinner for 2 (\$100 value approx.) to go with it.
 - Kids Club LLC will provide childcare and toys in a separate room
 - Roscoe & Friends will provide music. They assure us they have a great sound system
- Next commercial features the Co-op as a Community Center. Have had a great response to the Wellness ad. Began a "what's for lunch" series with 103 FXD.
- Super Bowl Sale was a success, improved our profit over last year.
- Noque coupon & vending a mix
 - Coupon went well- mix of owners and non-owners redeeming.
 - Last minute changes to sales policy at NMU affected our offsite vending. Will give it one more year and decide if we do that again.
- Work is started on a new website.
 - Working on collecting website suggestions from staff as part of an overall "inreach" strategy to involve the whole store team.
- Yoga is a success
 - Full room every time (20-23 people)
 - Sign-in is not perfect, but mostly have decent data
 - Not too many coming every week. There is a mix, and always some new people
 - About 60% are nonowners. Very different from shopping statistics.

UPFE

- Sarah will serve on the Michigan Farm to Institution Advisory Board for another year.
- Great meeting with MAPS Food Service Director to try to move procurement forward in that school system.
- Asked to present at the U.P. Early Childhood Conference. Focus will be on farm to school in the ECE model and presenting the online marketplace.