

**Minutes of the
Marquette Food Co-op Board of Directors
Online Meeting
May 19, 2020**

Start time: Meeting was called to order by president Phil Britton at 6:09 p.m.

Roll call: M. Augustyn, P. Britton, K. Cantway, A. Cherrette, Z. Eppensteiner,
R. Kochis, M. Linck, C. Noordyk.

Absent: H. Bush.

Staff: GM Matt Gougeon, Sarah Monte, Evan Zimmerman.

Public: None.

II. Preliminaries:

(a) Approval of Agenda & Additions: The meeting was conducted online. GM Evaluation of the Board and G I I – Treasurer’s Role were moved to next month. P. Britton will email updated policy registers to the Board. Survey Responses and CCMA were added after committee reports.

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

Action: Motion passed unanimously.

III. Consent Agenda: Consent Agenda was reviewed. No changes were made. Minutes were approved. Outreach and UP Food Exchange Reports were provided to the Board prior to the meeting.

(a) Electronic Communications

(b) Approval of April 21 Minutes without Changes

(c) Approval of May 5 Meeting Minutes without Changes

(d) Outreach Report (S. Monte)

(e) UP Food Exchange Report (S. Monte)

Motion: To approve Consent Agenda without changes (*motion by M. Linck, second C. Noordyk*).

Action: Motion passed unanimously.

IV. Public Comment Period: Evan Zimmerman commented that the Board is doing a great job.

V. GM Monitoring

(a) Store Report (M. Gougeon): GM provided a written report prior to the meeting. GM discussed April sales, the web store, and noted a gradual increase in customers in the store. PPP was discussed. GM reported about mask use among customers. GM also reported that a claim was made regarding social distancing measures in the store. GM reported that the MFC is complying with recommendations and guidance for safety protocols. GM reported on exterior painting and landscaping projects that will be undertaken this spring. Signage was discussed. Board inquired about guidance from NCG. GM reported that NCG has been helpful and noted his participation in calls with other NCG co-ops. GM addressed the new executive order and additional regulations. Discussion was held about the reopening of restaurants. It was noted that the hot bar and salad bar will remain closed under the new

executive order. Discussion was held about outdoor seating. Board discussed order subscriptions or recurring standing orders through the web store.

- (b) L5 – Financial Condition 1st Quarter (M. Gougeon): Board received the report prior to the meeting.

Operational definition and interpretation reasonable: Yes.

Adequate Data to determine compliance/accomplishment: Yes.

Does the data demonstrate compliance/accomplishment: Yes.

The report was accepted as in compliance.

VI. Public Comment Period: Evan Zimmerman noted the possibility of online special orders and invited the Board to test the process in the future.

VII. Board Monitoring & Discussion

- (a) Committee Reports and Discussion:

- i. GM Evaluation (P. Britton, C. Noordyk, R. Kochis, M. Augustyn): Did not meet.
- ii. Finance (R. Kochis, P. Britton, H. Bush, Z. Eppensteiner): Met and discussed current trends and April sales. Changes in bulk foods and prepared foods were noted. Labor costs were discussed. Increases in staff compensation, preferred share dividend payments, long-term loans, and accounts payable were discussed.
- iii. Owner Linkage (C. Noordyk, A. Cherrette, K. Cantway): Did not meet.
- iv. Elections & Orientation (M. Linck, H. Bush, R. Kochis, Z. Eppensteiner): Met and began discussion about updating binders. It was noted that this is traditionally the responsibility of the Board Secretary however the committee was invited to consider taking on this project. Committee charter was sent to the Board by email. Online document storage was discussed.
- v. Governance (P. Britton, A. Cherrette, M. Augustyn, K. Cantway): Met and discussed the annual plan of work. The topic previously selected for the annual plan of work was climate change, but work has shifted to focus on the pandemic. Committee discussed revisiting wording for the Ends Policies. Committee suggested creating a crisis management policy. The Board was informed of A. Cherrette's future absences from meetings this fall due to scheduling conflict with classes but expressed her desire to remain on the Board.

- (b) Survey Responses: Board reviewed four discussion questions Board members responded to prior to the meeting. Discussion was held about responding to owner needs, cultivating community through shared values, and the importance of local food. The Board discussed the anticipated decrease in tourism and its impact on sales. Issues surrounding supply chain were discussed. Increased staff compensation and how the MFC has supported staff during this time were also discussed. Board discussed its role in supporting the MFC and the GM.

- (c) CCMA: CCMA will be held online this year. Board is invited to participate.

(d) Set Board Calendar: Calendar will be updated by Board Recorder.

(e) Assign Monitoring

VIII. Board's Annual Plan of Work

IX. Public Comment Period: None.

Further discussion was held about supporting local farms and local food. Monte reported about working with the Farmers Market and local producers. Board inquired about the Annual Meeting and whether it should be rescheduled for the Fall, however it was noted that it is still uncertain if it would be possible to hold an event of that size. Board inquired about distributing the Annual Report to owners. Board inquired about inviting feedback from owners online.

X. Closings: Meetings will return to regular monthly schedule.

(a) June Assignments:

- i. Board Terms Begin and End
- ii. Officer Elections
- iii. Form Committees
- iv. CCMA
- v. G – Global Governance Commitment
- vi. D – Global Governance-Management Connection
- vii. G I I – Board Treasurer's Role
- viii. Store Report (M. Gougeon)
- ix. LI – Customer Treatment (M. Gougeon)
- x. GM Evaluation of the Board (M. Gougeon)
- xi. Committee Reports and Discussion
- xii. Consent Agenda:
 1. Electronic Communications
 2. Approval of May 19 Minutes
 3. Outreach Report (S. Monte)
 4. UP Food Exchange Report (S. Monte)

XI. Motion to adjourn at 8:00 p.m. (*motion by M. Linck, second R. Kochis*)

Action: Motion passed unanimously.

Next Board Meeting: June 16, 2020 at 6:00 p.m.

Emily Weddle
Board Recorder