

**Minutes of the
Marquette Food Co-op Board of Directors
Online Meeting
June 16, 2020**

Start time: Meeting was called to order by president Phil Britton at 6:02 p.m.

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

Absent: M. Augustyn.

Staff: GM Matt Gougeon, Dave Kalishek, Mary Moe, Sarah Monte, Evan Zimmerman.

Public: None.

II. Preliminaries:

(a) Approval of Agenda & Additions: The meeting was conducted online via Zoom. Discussion about racial equity and current events was added before closings. GM Evaluation of the Board was removed from the agenda and will be postponed to next month.

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

Action: Motion passed unanimously.

III. Consent Agenda: Consent Agenda was reviewed. No changes were made. Minutes were approved without changes. Outreach and UP Food Exchange Reports were provided to the Board prior to the meeting.

(a) Electronic Communications

(b) Approval of May 19 Minutes without Changes

(c) Outreach Report (S. Monte)

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

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

Action: Motion passed unanimously.

IV. Public Comment Period: E. Zimmerman commented about a discussion held over email prior to the meeting.

V. GM Monitoring

(a) Store Report (M. Gougeon): Written report was provided prior to the meeting. GM reported that the MFC is seeing sales growth and an increase in customer count. The MFC is working with NCG to analyze its margin. GM reported that the pay increase that was initiated during the pandemic has come to an end. GM reported that new technology is being utilized at the store and the building exterior has been repainted. In response to the executive order, the MFC has created a COVID preparedness response plan. Discussion was held about shopping trends. Board inquired about metrics. GM explained metrics related to labor, SPLH, and margins.

(b) LI – Customer Treatment (M. Gougeon): Board received the report prior to the meeting and came prepared to act.

*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: H. Bush shared that Shaun Devlin recently passed away and expressed that he will be greatly missed.

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 margins, personnel costs, and tourism. Committee reported that the budget planning process will begin working on a quarterly basis. The Committee discussed the PPP and reported on food prices. Discussion was held about preferred share dividend payments.
- iii. Owner Linkage (C. Noordyk, A. Cherrette, K. Cantway): Did not meet.
- iv. Elections & Orientation (M. Linck, H. Bush, R. Kochis, Z. Eppensteiner): Did not meet. Communicated by email to begin updating Board binders.
- v. Governance (P. Britton, A. Cherrette, M. Augustyn, K. Cantway): Did not meet.

(b) Policy Review: Policy review was conducted by survey to the Board prior to the meeting.

- i. GII – Board Treasurer’s Role: GII.9 was discussed. Discussion was held about additional language, however no change was made. Finance Committee minutes were discussed. It was noted that the Board Treasurer submits minutes to Kat Eaton monthly.
- ii. G – Global Governance Commitment: Board discussed comments from survey. No changes were made.
- iii. D – Global Governance-Management Connection: No changes were made.

(c) Board Terms Begin and End: P. Britton noted that this is his final year on the Board.

(d) Officer Elections:

President: P. Britton was nominated by C. Noordyk (second M. Linck).
Action: P. Britton elected unanimously.

Vice President: C. Noordyk was nominated by R. Kochis (second H. Bush).
Action: C. Noordyk elected unanimously.

Treasurer: R. Kochis was nominated by Z. Eppensteiner (*second* H. Bush).
Action: R. Kochis elected unanimously.

Secretary: It was noted that current Secretary M. Augustyn was absent from the meeting. Election for Board Secretary will be postponed and conducted via email.

(e) Form Committees:

GM Evaluation: P. Britton, C. Noordyk, R. Kochis, M. Augustyn, M. Linck

Finance: R. Kochis, P. Britton, H. Bush, Z. Eppensteiner

Owner Linkage: C. Noordyk, A. Cherrette, K. Cantway

Elections & Orientation: M. Linck, H. Bush, R. Kochis, Z. Eppensteiner

Governance: P. Britton, A. Cherrette, M. Augustyn, K. Cantway

(f) CCMA: Board discussed participation in online CCMA sessions and shared what was learned from other cooperatives, noting experiences with e-commerce and responses related to the pandemic and ongoing protests. Board members shared about sessions that discussed how cooperatives serve their communities. Board members noted their appreciation for E. Zimmerman's work in creating the webstore.

(g) Discussion about Racial Equity and Current Events: Discussion was held about racial equity, diversity, and inclusion. The Board discussed the importance of being anti-racist. It was suggested that the Board look at how the MFC's policies support anti-racist efforts. The Board proposed establishing an ad-hoc committee to address how the MFC can commit to anti-racism. Board thanked E. Zimmerman for sharing his comments and suggestions and invited him to serve on the committee. The first planning meeting for the committee will be June 30 at 6pm.

VIII. Board's Annual Plan of Work

IX. Public Comment Period: None.

X. Closings:

(a) July Assignments:

- i. Store Report (M. Gougeon)
- ii. L6 – Budgeting and Financial Planning (M. Gougeon)
- iii. GM Evaluation of the Board (M. Gougeon)
- iv. G1 – Governing Style
- v. Committee Reports and Discussion
 - I. Elections & Orientation Committee Work Begins
- vi. Consent Agenda:
 1. Electronic Communications
 2. Approval of June Minutes
 3. Outreach Report (S. Monte)
 4. UP Food Exchange Report (S. Monte)

XI. Motion to adjourn at 8:40 p.m. (*motion by* C. Noordyk, *second* H. Bush)

Action: Motion passed unanimously.

Next Board Meeting: July 21, 2020 at 6:00 p.m.

Emily Weddle
Board Recorder