

**Minutes of the
Marquette Food Co-op Board of Directors
Online Meeting
August 18, 2020**

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

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

Absent: A. Cherrette (*excused*).

Staff: GM Matt Gougeon, Evan Zimmerman.

Public: None.

II. Preliminaries:

(a) Approval of Agenda & Additions: The meeting was conducted online.

Motion: To approve agenda without changes (*motion by R. Kochis, second H. Bush*).

Action: *Motion passed unanimously.*

III. Consent Agenda: No changes were made. Minutes were approved.

(a) Electronic Communications

(b) Approval of July Minutes without changes

(c) Outreach Report (S. Monte)

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

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

Action: *Motion passed unanimously.*

IV. Public Comment Period: It was noted that the MFC is working on a process to allow the public to join board meetings.

V. GM Monitoring

(a) Store Report (M. Gougeon): GM reported on July sales and sales metrics including customer numbers and basket size. It was noted that the MFC had its first million dollar month. GM reported on refrigeration problems and updated the Board about mask use in the store. GM shared that the staff survey recently concluded. Center store help from NCG is underway. GM reported on efforts to improve air quality in the basement. Discussion was held about mask use and the mask mandate. GM discussed back hazard pay for staff. Board inquired about access to SuperValu. GM reported that access is not yet available but is being considered in NCG's review of Center Store. Board inquired about competition with Meijer and discussion was held.

(b) L5 – Financial Condition 2nd Quarter (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.

- (c) GM Evaluation of the Board (M. Gougeon): GM expressed positive feedback about the Board and its focus on the future of the organization and impact of the organization. Board discussed doing more to connect with membership and noted challenges related to connecting with members during the pandemic.

VI. Public Comment Period: None.

VII. Board Monitoring & Discussion

(a) Committee Reports and Discussion:

- i. GM Evaluation (P. Britton, C. Noordyk, R. Kochis, M. Augustyn, M. Linck): Did not meet.
- ii. Finance (R. Kochis, P. Britton, H. Bush, Z. Eppensteiner): Met and discussed July profit, SPLH, and noted the achievement of GM and staff in reaching milestones. Staff pay was discussed. Committee discussed the benefits of having a full audit and the associated cost. PPP loan was discussed. GM reported on dividend payments.
- iii. Owner Linkage (C. Noordyk, A. Cherrette, K. Cantway): Did not meet but began discussion over email. K. Cantway will take over as chair of the committee. GM noted that S. Monte wanted to follow up with the Board about bagging at the store during Co-op Month and opening online meetings to the public. Committee will discuss these items and will follow up with S. Monte.
- iv. Elections & Orientation (M. Linck, H. Bush, R. Kochis, Z. Eppensteiner): Committee has been working by email. Discussion was held about information that will be included in binders and how information will be organized. Organization of policy register was also discussed.
- v. Governance (P. Britton, A. Cherrette, M. Augustyn, K. Cantway): Did not meet.
- vi. Anti-Racism Ad Hoc: Met two weeks ago and held discussion about education and training opportunities. Committee reviewed its charter. Committee discussed modifying monitoring flow charts to also check for bias.
 1. Book Discussion: The Board is reading *White Fragility* by Robin DiAngelo. Board shared thoughts and insights from the book and discussion was held.

(b) Review and Approve Committee Charters and Procedures: Committees will review charters before the next meeting. It was noted that binders should include a section for committee charters.

(c) Policy Review: Policy review was conducted by survey to the Board prior to the meeting. Responses were reviewed.

- i. G1 – Governing Style: No changes were made to the policy, however the Board discussed implementation of the policy. Discussion was held about considering biases in policies. Language and wording of policies were discussed. Board discussed ideas related to how to audit policies and monitor Board’s adherence to policies.

VIII. Board’s Annual Plan of Work: It was noted that the Annual Plan of Work was initially focused on climate change, however focus shifted to responding to Covid-19 and Anti-Racism, all of which will remain topics of ongoing discussion.

IX. Public Comment Period: Board shared positive feedback about the presentation from the Great Lakes Business Network and discussed inviting other guest speakers in the future.

X. Closings:

(a) September Assignments:

- i. Store Report (M. Gougeon)
- ii. L2 – Staff Treatment(M. Gougeon)
- iii. L3 – Compensation and Benefits (M. Gougeon)
- iv. Committee Reports and Discussion
- v. G3 – Agenda Planning
- vi. D1 – Unity of Control
- vii. Board Budget Review
- viii. Begin GM Evaluation Process
- ix. Consent Agenda:
 1. Electronic Communications
 2. Approval of August Minutes
 3. Outreach Report (S. Monte)
 4. UP Food Exchange Report (S. Monte)

XI. Motion to adjourn at 7:45 p.m. (*motion by R. Kochis, second M. Linck*).

Action: Motion passed unanimously.

Next Board Meeting: September 15, 2020 at 6:00 p.m.

Emily Weddle
Board Recorder