

**Minutes of the  
Marquette Food Co-op Board of Directors  
Online Meeting  
September 15, 2020**

**Start time:** Meeting was called to order by treasurer Rick Kochis at 6:02 p.m.

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

**Absent:** A. Cherrette (*excused*), C. Noordyk (*excused*).

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

**Public:** None.

**II. Preliminaries:**

- (a) Approval of Agenda & Additions: The meeting was conducted online.  
*Motion:* To approve agenda without changes (*motion by K. Cantway, second Z. Eppensteiner*).  
*Action:* *Motion passed unanimously.*

**III. Consent Agenda:** No changes were made. Minutes were approved without changes.

- (a) Electronic Communications  
(b) Approval of August Minutes without changes  
(c) Outreach Report (S. Monte)  
(d) UP Food Exchange Report (S. Monte)

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

**IV. Public Comment Period:** None.

**V. GM Monitoring:**

- (a) Store Report (M. Gougeon): GM reported that August was another million dollar month. Due to strong sales, a bonus for staff is being considered again. GM reported on employee benefits. Entry level wages are being evaluated. GM updated the Board about dividend payments for preferred share holders. Board discussed the livable wage.
- (b) L2 – Staff Treatment (M. Gougeon): Board received the report prior to the meeting and came prepared to act. GM invited questions and comments from the Board related to the report and supporting documents. Staff survey results were discussed. Board discussed reviewing hiring practices to check for unintentional biases. Board commented on positive feedback from employee reviews. Board discussed safety plan and staff compensation during the pandemic. GM reported on bonuses paid to staff during the pandemic. In-store music was discussed. Discussion was held about the Futures for Frontliners program recently

announced in Michigan.

*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) L3 – Compensation and Benefits (M. Gougeon): Board received the report prior to the meeting and came prepared to act. GM reported on the wage scale.

*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:** None.

**VII. Board Monitoring & Discussion:**

(a) Committee Reports and Discussion:

- i. GM Evaluation (P. Britton, C. Noordyk, R. Kochis, M. Augustyn, M. Linck): Committee met. Committee plans to have evaluation ready for Board review at the October or November meeting. Committee will meet again prior to completing the evaluation process.
  1. Begin GM Evaluation Process
- ii. Finance (R. Kochis, P. Britton, H. Bush, Z. Eppensteiner): Committee met and reviewed profit and loss statement, staff benefits, cash on hand, sales, long term debt, current ratio, PPP, patronage rebates, health plan, and depreciation.
- iii. Owner Linkage (K. Cantway, C. Noordyk, A. Cherrette): Met to discuss Board bagging during Co-op Month and approval of language about communication with owners regarding virtual board meetings. Committee discussed website language, opportunities to help Outreach, and ideas for engagement opportunities.
- iv. Elections & Orientation (M. Linck, H. Bush, R. Kochis, Z. Eppensteiner): Met to discuss recruitment for upcoming board elections. Committee discussed the idea of inviting interested candidates to ask questions during public comment at the October board meeting. It was noted that P. Britton's final term is up this year. M. Linck and C. Noordyk are up for reelection.
- v. Governance (P. Britton, A. Cherrette, M. Augustyn, K. Cantway): Did not meet.
- vi. Anti-Racism Ad Hoc: Did not meet.

(b) Policy Review:

- i. G3 – Agenda Planning: Board reviewed the policy and came prepared to act. Board discussed whether the policy accurately reflects current operations. G3.2.1 was discussed. Board discussed whether it has fulfilled the responsibility to consult with ownership and promote ownership. No changes were made to G3.
- ii. D1 – Unity of Control: Board reviewed the policy and came prepared to act. Board determined that the policy accurately reflects current operations and that the policy empowers the board to govern effectively. Board determined that it does not need to develop new policy. No changes were made.

(c) Board Budget Review: Board reviewed draft budget presented by R. Kochis.

*Motion:* To approve proposed budget for 2020-21 as presented (*motion by Z. Eppensteiner, second H. Bush*).

*Action:* *Motion passed unanimously.*

VII. **Board’s Annual Plan of Work:** Board discussed inviting guest speakers in the future. Governance Committee discussed meeting to discuss education opportunities.

VIII. **Public Comment Period:** None.

IX. **Closings:**

(a) October Assignments:

- i. Store Report (M. Gougeon)
- ii. L7 – Asset Protection (M. Gougeon)
- iii. Committee Reports and Discussion
- iv. Set Retreat Date
- v. Co-op Month
- vi. Begin 3 month opening for board nominations
- vii. G4 – Board Members’ Code of Conduct
- viii. Consent Agenda:
  1. Electronic Communications
  2. Approval of September Minutes
  3. Outreach Report (S. Monte)
  4. UP Food Exchange Report (S. Monte)

X. **Motion to adjourn at 7:28 p.m.** (*motion by K. Cantway, second M. Linck*).

*Action:* *Motion passed unanimously.*

**Next Board Meeting: October 20, 2020 at 6:00 p.m.**

Emily Weddle  
Board Recorder