

**Minutes of the
Marquette Food Co-op Board of Directors
Online Meeting
May 18, 2021**

Start time: Meeting was called to order by president Phil Britton at 6:03 p.m.

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

Absent: None.

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

Public: B. Bouton (*board member elect*), K. Pierfelice (*board member elect*), Sally McQueen.

II. Preliminaries:

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

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

Action: Motion passed unanimously.

III. Consent Agenda: Discussion was held about the budget for the 2022 Annual Meeting of Owners. Finance Committee will review the board budget. Discussion was also held about the draft April minutes and revisions that are to be made. April minutes will be revised and will be resubmitted for approval at the June meeting.

(a) Electronic Communications

(b) Revisions for April Meeting Minutes

(c) Approval of Updated Policy Register

i. D4–Monitoring General Manager Performance

ii. G11–Board Treasurer’s Role

(d) Outreach Report (S. Monte)

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

Motion: To approve Consent Agenda with changes (*motion by C. Noordyk, second Z. Eppensteiner*).

Action: Motion passed unanimously.

IV. Public Comment Period: Evan Zimmerman acknowledged the work of Phil and Cori on the board.

V. Board Education: None

VI. GM Monitoring:

(a) Store Report (M. Gougeon): Written report was provided prior to the meeting. GM reported that sales have been strong. GM reported on staffing and timeline for Ace Sushi to begin operation at the MFC. Masking was discussed.

- (b) L5–Financial Condition 1st Quarter (M. Gougeon): Board received the report prior to the meeting and came prepared to act. GM reported on the financial condition of the MFC.

Interpretation reasonable: Yes.

Adequate Data to determine compliance/accomplishment: Yes.

Does the data demonstrate compliance/accomplishment: Yes.

Report was accepted as in compliance.

- (c) GM Evaluation of the Board (M. Gougeon): GM acknowledged progress the board has made, citing the board's work with consultant on policy governance and the productivity of the committee work that the board has undertaken.

Interpretation reasonable: Yes.

Adequate Data to determine compliance/accomplishment: Yes.

Does data demonstrate compliance/accomplishment: Yes.

Report was accepted as in compliance.

VII. Public Comment Period: Discussion was held about the June board meeting, during which board terms begin and end. President Phil Britton and Vice President Cori Noordyk will both be leaving the board. Discussion was held about whether they will be in attendance. Cori noted her intention to attend the June meeting.

VIII. 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 prior to this meeting and reviewed financial documents from GM. Committee tasked GM with developing long range plan for cash on hand. Committee discussed profit and industry standards. Discussion was held about retirement options. Board discussed ideas related to board picks items in the store.
- iii. Owner Linkage (K. Cantway, C. Noordyk, A. Cherrette): Met twice since April meeting to discuss opportunities to connect with owners including the community book discussion in October and outreach opportunities through Facebook. Board picks were also discussed.
- iv. Elections & Orientation (M. Linck, H. Bush, R. Kochis, Z. Eppensteiner): Did not meet. Second orientation was discussed.
- v. Governance (P. Britton, A. Cherrette, M. Augustyn, K. Cantway): Met to review responses to the survey for D4 and G11. Board Secretary updated

the policies. It was noted that this new process worked well. Board discussed connections with boards from other organizations. Discussion was held about how the board might be able to work with other boards in the community. Board discussed its budget and the possibility of sponsoring activities to support other organizations. The board discussed drafting policies related to these opportunities. S. Monte shared about current MFC donation policies and infrastructure to manage donation requests and arrange pick ups.

- vi. Diversity, Equity, and Inclusion Ad Hoc (A. Cherrette, Z. Eppensteiner, P. Britton, H. Bush, C. Noordyk): Met and discussed connections with other organizations to support DEI efforts at the MFC.

(b) Set Board Calendar: Board recorder will update the calendar. No significant changes will be made.

(c) Assign Monitoring: N/A

(d) Business Diversification Policy Discussion: P. Britton proposed changing the L11 policy to allow GM to act more quickly when time-sensitive opportunities arise. Board approval would be required before any decisions are finalized. Checks and balances already in place in executive limitations policies were noted. Board discussed requiring that the GM provide the board enough information and time to make informed decisions.

IX. Board's Annual Plan of Work: No further discussion was held.

X. Public Comment Period: Board discussed recent announcement of funding for a program at Ishpeming schools in connection with Partridge Creek Farm. Board also discussed upcoming officer elections and committee assignments.

XI. Closings: C. Noordyk and P. Britton expressed their gratitude and reflected on their experiences working with the board during their terms.

(a) June Assignments:

- i. Board Terms Begin and End
- ii. Officer Elections
- iii. Form Committees
- iv. CCMA
- v. Store Report (M. Gougeon)
- vi. L1–Customer Treatment (M. Gougeon)
- vii. Committee Reports and Discussion
- viii. Consent Agenda:
 - 1. Electronic Communications
 - 2. Approval of Revised April Minutes
 - 3. Approval of May Minutes
 - 4. Approval of Updated Policy Register

- a) G–Global Governance Commitment
- b) D–Global Governance-Management Connection
- c) Business Diversification Policy
- 5. Outreach Report (S. Monte)
- 6. UP Food Exchange Report (S. Monte)

XII. Motion to adjourn at 7:49 p.m. (*motion by R. Kochis, second K. Cantway*).
Action: Motion passed unanimously.

Next Board Meeting: June 15, 2021 at 6:00 p.m.

Emily Weddle
Board Recorder