

**Minutes of the
Marquette Food Co-op Board of Directors
September 21, 2021 Meeting**

Start time: Meeting was called to order by vice president A. Cherrette at 6:05 p.m.

Roll call: B. Bouton, H. Bush, K. Cantway, A. Cherrette, Z. Eppensteiner, R. Kochis, K. Pierfelice, M. Linck.

Absent: M. Augustyn (*excused*).

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

Public: None.

II. Preliminaries:

- (a) Approval of Agenda & Additions: The meeting was held in person and online. No changes were made.

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

Action: Motion passed unanimously.

III. Consent Agenda: Consent agenda was reviewed and no changes were made.

- (a) Electronic Communications
(b) Approval of August Meeting Minutes
(c) Approval of Updated Policy Register
 i. G3–Agenda Planning
 ii. D1–Unity of Control
(d) Outreach Report (S. Monte)
(e) UP Food Exchange Report (S. Monte)

Motion: To approve August minutes without changes (*motion by M. Linck, second K. Pierfelice*).

Action: Motion passed unanimously.

Motion: To approve G3 and D1 (*motion by K. Cantway, second Z. Eppensteiner*).

Action: Motion passed unanimously.

IV. Public Comment Period: None.

V. Board Education: None.

VI. GM Monitoring:

- (a) Store Report (M. Gougeon): Written report was provided prior to the meeting. GM reported on sales growth. GM reported on increase in base pay and raises at the MFC. GM also reported on changes to PTO accrual and other employee benefits. GM discussed pandemic policies and federal vaccination mandates currently

enacted for larger businesses.

- (b) L2–Staff Treatment (M. Gougeon): GM spoke about how L2 and L3 relate to the ends policy of being a model workplace. GM provided reports prior to the meeting along with supplementary documentation and data.

Board received the report prior to the meeting and came prepared to act.

Operational definition/interpretation reasonable: Yes.

Adequate Data to determine compliance/accomplishment: Yes.

Does the data demonstrate compliance/accomplishment: Yes.

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.

Operational definition/interpretation reasonable: Yes.

Adequate Data to determine compliance/accomplishment: Yes.

Does the data demonstrate compliance/accomplishment: Yes.

Report was accepted as in compliance.

VII. Public Comment Period: None.

VIII. Board Monitoring & Discussion:

- (a) Committee Reports and Discussion:

- i. GM Evaluation (M. Augustyn, A. Cherrette, R. Kochis, K. Cantway, K. Pierfelice, B. Bouton): No report.
- ii. Finance (R. Kochis, K. Pierfelice, Z. Eppensteiner, H. Bush): Discussed the board budget, which was emailed to the board for review prior to the meeting. Committee reviewed changes being considered for the budget including speaker fees. Final approval of the board budget will be voted on at the October meeting. Committee discussed profit and loss for the MFC and Marquette Baking Company. Committee discussed patronage rebates, which will be determined by preliminary tax return in May. Preferred share dividends were also discussed. Closed Session was added.

Motion: To enter into Closed Session at 6:38 p.m. (*motion by* R. Kochis, *second* H. Bush).

Action: *Motion passed unanimously.*

Motion: To return from Closed Session at 7:10 p.m. (*motion by* R. Kochis, *second* K. Pierfelice).

Action: Motion passed.

Motion: To authorize GM to enter into agreement with NCG for \$26,000 and associated expenses to explore the Third Street development (*motion by R. Kochis, second K. Pierfelice*).

Action: Motion passed.

- iii. Owner Linkage (A. Cherrette, K. Cantway, B. Bouton): Committee discussed Co-op Month owner linkage opportunities. Committee discussed speaker fees for book club event during Co-op Month.

Motion: To authorize owner linkage committee to increase speaker's fee to \$150 for book club event (*motion by R. Kochis, second M. Linck*).

Action: Motion passed unanimously.

- iv. Elections & Orientation (M. Linck, R. Kochis, B. Bouton): Committee thanked Sarah Monte for providing data about voter participation rates for past elections. Discussion was held about voter turnout and owner involvement. It was noted that the board secretary will be checking emails sent to the board email address.
- v. Governance (M. Augustyn, Z. Eppensteiner, H. Bush, M. Linck): Special bylaws meeting will be Tuesday, October 5 at 6pm.
- vi. Diversity, Equity, and Inclusion (A. Cherrette, Z. Eppensteiner, H. Bush): Committee recommends that up to six participants (three from the board and three from operations) participate in training sessions with ERACCE (Eliminating Racism and Creating/Celebrating Equity). The cost per participant is \$150. Board members discussed interest in participation.

Motion: To accept recommendation from DEI committee to authorize up to six participants (*motion by Z. Eppensteiner, second H. Bush*).

Action: Motion passed unanimously.

IX. Public Comment Period: Mary Moe shared about information from NCG and commented about how well the MFC is doing.

X. Closings:

(a) October Assignments:

- i. Board Budget Finalized
- ii. Co-op Month
- iii. Begin 3 month opening for board nominations
- iv. Set Retreat Date
- v. Store Report (M. Gougeon)
- vi. L7–Asset Protection (M. Gougeon)
- vii. L11–Strategic Planning (M. Gougeon)

viii. Committee Reports and Discussion

ix. Consent Agenda:

1. Electronic Communications
2. Approval of September Minutes
3. Approval of Updated Policy Register
 - a) G4–Board Members' Code of Conduct
4. Outreach Report (S. Monte)
5. UP Food Exchange Report (S. Monte)

XI. Motion to adjourn at 7:34 p.m. (*motion by R. Kochis, second M. Linck*).
Action: Motion passed unanimously.

Next Board Meeting: October 19, 2021 at 6:00 p.m.

Emily Weddle
Board Recorder