

**Minutes of the
Marquette Food Co-op Board of Directors
April 19, 2022 Meeting**

Start time: Meeting was called to order by president M. Augustyn at 6:06 p.m.

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

Absent: None.

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

Public: Tom Rulseh (incoming board member).

II. Preliminaries:

- (a) Approval of Agenda & Additions: The meeting was held in-person and online. Approval of Updated Policy Register was removed from the Consent Agenda and will be discussed during Governance Committee report.

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

Action: *Motion passed unanimously.*

III. Consent Agenda: Consent agenda was reviewed. Approval of Updated Policy Register was removed.

- (a) Electronic Communications
(b) Approval of March Meeting Minutes
(c) Outreach Report (S. Monte)
(d) UP Food Exchange Report (S. Monte)

Motion: To approve consent agenda with changes (*motion by A. Cherrette, second K. Pierfelice*).

Action: *Motion passed unanimously.*

IV. Public Comment Period: None.

V. Board Education: Discussion was held about Sean Sherman and his work as a chef working to introduce people to indigenous foods and ways of traditional eating while supporting native species and combating food insecurity. Discussion was also held about the Indigenous Food Conference that will be held in May.

VI. GM Monitoring:

- (a) Store Report/Expansion Update (M. Gougeon): Written report was provided. GM reported on revenue, customer counts, average basket size, and other metrics. GM also reported on internal personnel movement. Wellness has been reset. The wellness desk was removed and shelving has been added to increase merchandise. GM reported on the Marquette Baking Company, which is scheduled to open Thursday. GM also updated the board about the Third Street

project including quotes, construction plans, and lease agreement. Grants were also discussed.

- (b) L8–Communication and Counsel to the Board (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: The board wished Mary Moe a happy birthday. Discussion was held about the Marquette Baking Company's soft opening. The board also inquired about "No-Mow May" and community efforts to plant native gardens.

VIII. Board Monitoring & Discussion:

- (a) Committee Reports and Discussion:

- i. GM Evaluation (M. Augustyn, A. Cherrette, R. Kochis, K. Cantway, K. Pierfelice): Did not meet.
- ii. Finance (R. Kochis, K. Pierfelice, Z. Eppensteiner, H. Bush): Met and discussed expenses associated with the bakery and Third Street. Patronage rebates were also discussed. The committee reported that the MFC had a profit in 2020 and 2021. A bylaws change was made at the March General Meeting of Owners which was necessary before offering a rebate.

Motion: To distribute 20% of net profit for 2020 to the owners as a patronage rebate (*motion by* R. Kochis, *second* Z. Eppensteiner).

Action: Motion passed unanimously.

Discussion was held about offering preferred shares for the Third Street construction and expansion.

The board recognized the work of the GM and MFC staff and their role in making the past two years profitable. Finance Committee will meet prior to the May meeting for a work session focusing on patronage rebates.

- iii. Owner Linkage (A. Cherrette, K. Cantway): Committee discussed Earth Day. The board will meet Saturday from 2 to 4pm to pick up garbage.
- iv. Elections & Orientation (M. Linck, R. Kochis): Committee will meet next week.

- v. Governance (M. Augustyn, Z. Eppensteiner, H. Bush, M. Linck): Met and reported on the revised Ends Policies. Further discussion will be held over email before the Ends are finalized and approved by the board. Policy revisions will be made during Governance Committee meetings and presented to the board. The board also discussed working on the board calendar for the 2022-23 year. Committees are tasked with reviewing the calendar and considering how to better utilize it for planning and addressing the board's annual plan of work.
- vi. Diversity, Equity, and Inclusion (A. Cherrette, Z. Eppensteiner, H. Bush): Committee met to discuss its plans for the upcoming year to establish a structure for the committee's work moving forward.

- (b) Set Annual Patronage: Discussion was held during Finance Committee report.
- (c) Orientation Procedure Began
- (d) Update Directory: Directory was updated by email.
- (e) Earth Day: Discussion was held during Owner Linkage report.

IX. Public Comment Period: None.

X. Closings:

(a) May Assignments:

- i. Set Board Calendar
- ii. Store Report/Expansion Update (M. Gougeon)
- iii. L5–Financial Condition 1st Quarter (M. Gougeon)
- iv. GM Evaluation of the Board (M. Gougeon)
- v. Committee Reports and Discussion
- vi. Consent Agenda:
 - 1. Electronic Communications
 - 2. Approval of April Minutes
 - 3. Approval of Updated Policy Register
 - a) G11–Board Treasurer's Role
 - 4. Outreach Report (S. Monte)
 - 5. UP Food Exchange Report (S. Monte)

XII. Motion to adjourn at 7:27 p.m. (*motion by R. Kochis, second M. Linck*).
Action: Motion passed unanimously.

Next Board Meeting: May 17, 2022 at 6:00 p.m.

Emily Weddle
Board Recorder