

**Minutes of the
Marquette Food Co-op Board of Directors
May 17, 2022 Meeting**

Start time: Meeting was called to order by president M. Augustyn at 6:05 p.m.

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

Absent: M. Linck (*excused*), A. Cherrette (*excused*).

Staff: GM Matt Gougeon, Evan Zimmerman.

Public: Tom Rulseh (*incoming board member*), Christopher Peacock.

II. Preliminaries:

(a) Approval of Agenda & Additions: The meeting was held in-person and online.

Motion: To approve agenda without changes (*motion by Z. Eppensteiner, second K. Pierfelice*).

Action: Motion passed unanimously.

III. Consent Agenda: Consent agenda was reviewed. No changes were made.

(a) Electronic Communications

(b) Approval of April Meeting Minutes

(c) Outreach Report (S. Monte)

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

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

Action: Motion passed unanimously.

IV. Public Comment Period: Christopher Peacock addressed the board and discussed current uncertainty in the world related to inflation, vulnerability to supply chain disruptions, and global events that may impact food systems. Peacock urged the board to consider caution in strategic planning. Discussion was held. The board thanked Peacock for his thoughtful comments.

V. Board Education: None.

VI. GM Monitoring:

(a) Store Report/Expansion Update (M. Gougeon): Written report was provided. GM reported on revenue. GM updated the board about the Third Street expansion and noted that the MFC is still waiting for construction drawings. GM reported that construction costs and other costs from vendors are increasing. GM reported on the bakery and noted revenue and sales metrics. GM shared about attendance at NCG Spring Meeting and discussion was held about NCG's Next Level initiative.

(b) L5-Financial Condition 1st Quarter (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.

Discussion was held about the policy. It was noted that the report is in compliance with the bylaws, however the policy has not yet been updated to reflect the recent bylaws change regarding patronage dividend.

GM discussed first quarter costs, noting pricing and margins. GM noted increased costs for wages and benefits as well as payment for sick leave related to Covid. GM commented on costs associated with the bakery. Margin erosion was discussed.

- (c) GM Evaluation of the Board (M. Gougeon): GM provided written report and acknowledged the work the board has been doing over the past year. The board recognized M. Augustyn's leadership as board president.

VII. Public Comment Period: Z. Eppensteiner shared about her involvement in the Kids Cove playground that will be installed at Lower Harbor. The playground will be accessible to children of all abilities.

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. It was noted that a meeting should be scheduled. Board Calendar will be updated to have the GM Evaluation process begin in August.
- ii. Finance (R. Kochis, K. Pierfelice, Z. Eppensteiner, H. Bush): Met and discussed margins and increased costs. Committee also discussed the Third Street expansion project. Patronage rebate was also discussed.
- iii. Owner Linkage (A. Cherrette, K. Cantway): Did not meet. Board held a garbage pick-up event for Earth Day. Earth Day cleanup will be scheduled as an annual event.
- iv. Elections & Orientation (M. Linck, R. Kochis): Committee met with incoming board member T. Rulseh for orientation.
- v. Governance (M. Augustyn, Z. Eppensteiner, H. Bush, M. Linck): Committee continued work on updating the Ends policies. The bylaws are being updated to reflect last year's bylaws change. Policy review was discussed. Instead of conducting a monthly survey to the board about the

policies, the committee will review policies monthly and will send any proposed changes to the board by email.

- vi. Diversity, Equity, and Inclusion (A. Cherrette, Z. Eppensteiner, H. Bush): Committee met and discussed planning for the board calendar. The committee would like to schedule four speakers annually and budget for speaker stipends.

- (b) Set Board Calendar: Board Calendar for 2022-23 will be updated for next month. Discussion was held about changes to the calendar.

IX. Public Comment Period: Committee assignments will be discussed at the June meeting. Board discussed scheduling board social in June.

X. Closings:

(a) June Assignments:

- i. Board Terms Begin and End
- ii. Officer Elections
- iii. Form Committees
- iv. CCMA
- v. Store Report/Expansion Update (M. Gougeon)
- vi. L1–Customer Treatment (M. Gougeon)
- vii. Committee Reports and Discussion
- viii. Consent Agenda:
 - 1. Electronic Communications
 - 2. Approval of May Minutes
 - 3. Board Calendar
 - 4. Outreach Report (S. Monte)
 - 5. UP Food Exchange Report (S. Monte)

XII. Motion to adjourn at 7:55 p.m. (*motion by R. Kochis, second Z. Eppensteiner*).
Action: Motion passed unanimously.

Next Board Meeting: June 21, 2022 at 6:00 p.m.

Emily Weddle
Board Recorder