

**Minutes of the
Marquette Food Co-op Board of Directors
April 18, 2023 Meeting**

Start time: Meeting was called to order by vice president K. Pierfelice at 6:00 p.m.

Roll call: E. Bateman, K. Cantway, Z. Eppensteiner, R. Kochis, M. Linck, K. Pierfelice, T. Rulseh.

Absent: M. Augustyn (*excused*),

Staff: GM Matt Gougeon, Kat Eaton, Mary Moe, Sarah Monte

Public: Michael Dewar, Emmanuel Sally.

II. Preliminaries:

- (a) Approval of Agenda & Additions: The agenda was reviewed. No changes were made.

Motion: To approve the agenda without changes (motion by T. Rulseh, second K. Cantway).

Action: Motion passed unanimously.

III. Consent Agenda: Board Monitoring was removed from the Consent Agenda for further discussion by Governance Committee.

- (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 T. Rulseh, second K. Cantway).

Action: Motion passed unanimously.

IV. Public Comment Period: R. Kochis commented about the store being closed on Easter.

V. Board Education: None.

VI. GM Monitoring:

- (a) Store Report (M. Gougeon): GM reported on revenue. GM discussed health benefits planning and noted changes from BCBS. Mental healthcare benefits for staff were discussed. GM also reported on department dashboards, staff training, progress on the Co-op Cafe, bathroom improvements, and improvements at the bakery.
- (b) L8–Communication and Counsel to the Board (M. Gougeon): The 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. Board Monitoring & Discussion:

(a) Committee Reports and Discussion:

- i. GM Evaluation (M. Augustyn, M. Linck, K. Pierfelice): Did not meet.
- ii. Finance (R. Kochis, Z. Eppensteiner, K. Pierfelice, T. Rulseh): Committee met to discuss current liability costs that may accrue from injuries, assurances on savings accounts, possible uses of cash on hand, current profit and loss statements and first quarter profit and loss statements, as well as health insurance costs that may be changing. Committee also discussed the lease agreement and timeline. Discussion was held.

*Motion: To instruct the GM to proceed with completing the lease agreement as presented (motion by T. Rulseh, second Z. Eppensteiner).
Action: Motion passed unanimously.*
- iii. Owner Linkage (K. Cantway, E. Bateman):
 1. Earth Day Cleanup: The event will be held from 1-3 p.m. on Sunday, April 23, and will be held rain or shine.
- iv. Elections & Orientation (R. Kochis, M. Linck, K. Cantway):
 1. Orientation Procedure Begins: New board members have had their first orientation session and will have orientation related to finance and policy governance in May.
- v. Governance (M. Augustyn, R. Kochis, K. Pierfelice): Met to review policies.
- vi. Diversity, Equity, and Inclusion (Z. Eppensteiner, T. Rulseh, E. Bateman):
 1. Committee Report for June Newsletter: Committee will work on report for newsletter.
- vii. Adhoc Bylaws Committee: Met to discuss bylaws changes.

- (b) Update Directory: Directory will be updated with new board member contact information.

VIII. Public Comment Period: T. Rulseh shared positive feedback about MFC cooking classes.

IX. Closings: It was noted that the deadline for submitting articles to *The Fresh Feed* is the second Friday of the month prior to the month of publication. Committee report for the June newsletter will need to be submitted by Friday, May 12.

(a) May Assignments:

- i. L5 – Financial Condition 1st Quarter (M. Gougeon)
- ii. GM Evaluation of the Board (M. Gougeon)
- iii. Store Report (M. Gougeon)
- iv. Set Board Calendar
- v. Annual Plan of Work
- vi. Committee Reports and Discussion
 1. DEI Committee Report for June Newsletter (DEI Committee)
- vii. Consent Agenda:
 1. Electronic Communications
 2. Approval of April Minutes
 3. Outreach Report (S. Monte)
 4. UP Food Exchange Report (S. Monte)
 5. Board Monitoring (Governance Committee)
 - i. G8 – Vice President’s Role
 - ii. L8 – Communication and Counsel to the Board
 - iii. G11 – Board Treasurer’s Role
 - iv. D4 – Monitoring General Manager Performance
 - v. L4 – Membership
 - vi. G10 – Secretary’s Role
 - vii. L5 – Financial Condition 4th Quarter
 - viii. Annual Ends Report

XI. Motion to adjourn at 6:45 p.m. (*motion by R. Kochis, second M. Linck*).
Action: Motion passed unanimously.

Next Board Meeting: May 16, 2023 at 6:00 p.m.

Emily Weddle
Board Recorder