

**Minutes of the
Marquette Food Co-op Board of Directors
June 20, 2023 Meeting**

Start time: Meeting was called to order by president M. Augustyn at 6:04 p.m.

Roll call: M. Augustyn, K. Cantway, M. Dewar, N. Frischkorn, R. Kochis, M. Linck, K. Pierfelice, T. Rulseh, E. Sally.

Absent: Z. Eppensteiner (*excused*).

Staff: GM Matt Gougeon, Kat Eaton, Mary Moe, Sarah Monte, Kim Sheridan, E. Zimmermann.

Public: Tony Alongi.

II. Preliminaries:

- (a) Approval of Agenda & Additions: The agenda was reviewed. Board Monitoring and Board education on energy savings with Keale Kaolulo were moved to July agenda.

III. Consent Agenda:

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

Motion: To approve the agenda and the consent agenda with changes (motion by M. Linck, second K. Cantway).

Action: Motion passed unanimously.

IV. Public Comment Period: M. Augustyn welcomed new board members.

V. Board Education: NCG (Tony Alongi) GM introduced Tony Alongi from NCG (National Cooperative Grocers). Alongi gave a presentation to the board about NCG, its operations and purpose. Alongi discussed purchasing discounts, member benefits, peer networks, and services provided by NCG.

VI. GM Monitoring:

- (a) Store Report (M. Gougeon): GM provided written report and supporting documents prior to the meeting. GM reported on May revenue. Improvements at the bakery were discussed. GM also reported on progress on office space at 519 W. Washington. Plans to improve landscaping were also discussed. GM shared about presentation at CCMA.
- (b) GM Evaluation of the Board (M. Gougeon): Written report was provided prior to the meeting. Discussion was held about communication between MFC staff and board when working together on events and projects. Discussion was also held

about board candidates and how the board identifies and vets potential candidates to fill partial terms.

- (c) L1 – Customer Treatment (M. Gougeon): Written report was provided prior to the meeting.

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 profit and loss at the bakery. Committee also discussed patronage rebates.
 1. Committee Report for August Newsletter
- iii. Owner Linkage (K. Cantway): No report.
- iv. Elections & Orientation (R. Kochis, M. Linck, K. Cantway): Discussed filling board vacancies.
- v. Governance (M. Augustyn, R. Kochis, K. Pierfelice): Did not meet.
- vi. Diversity, Equity, and Inclusion (Z. Eppensteiner, T. Rulseh): No report.

- (b) Board Terms Begin and End

- (c) Officer Elections:

- i. President: M. Augustyn
Motion: To elect M. Augustyn as president (motion by T. Rulseh, second R. Kochis).
Action: Motion passed unanimously.
- ii. Vice President: K. Pierfelice
Motion: To elect K. Pierfelice as vice president (motion by R. Kochis, second T. Rulseh).
Action: Motion passed unanimously.
- iii. Treasurer: R. Kochis

Motion: To elect R. Kochis as treasurer (*motion by* K. Pierfelice, *second* T. Rulseh).

Action: Motion passed unanimously.

iv. Secretary: T. Rulseh

Motion: To elect T. Rulseh as secretary (*motion by* K. Pierfelice, *second* R. Kochis).

Action: Motion passed unanimously.

(d) Form Committees: Board members expressed their individual interests in participation on committees by responding to online survey prior to the meeting.

i. GM Evaluation: M. Augystyn, K. Pierfelice, M. Linck

ii. Finance: R. Kochis, T. Rulseh, E. Sally, M. Dewar

iii. Owner Linkage: K. Pierfelice, M. Dewar, M. Augustyn

iv. Elections and Orientations: M. Linck, R. Kochis, E. Sally

v. Governance: M. Augustyn, K. Pierfelice, N. Frischkorn, R. Kochis

vi. Diversity, Equity, & Inclusion: T. Rulseh, N. Frischkorn, M. Linck

(e) Set Annual Patronage Dividend: Moved to July agenda.

(f) CCMA: M. Augystyn shared about participation at CCMA and reported on presentation by GM and S. Monte about MFC outreach. M. Augustyn shared reflections about the MFC's success. K. Pierfelice shared about sessions he attended. New board members were encouraged to consider attending CCMA next year.

(g) Board Social: Plans for board social were discussed.

VIII. Public Comment Period: Board shared customer feedback about a particular cookie no longer available at the MFC.

IX. Closings:

(a) July Assignments: Committee Charters and Procedures will be reviewed in July and will be approved in August.

i. Review Committee Charters and Procedures

ii. Set Annual Patronage Dividend

iii. L6 – Budgeting and Financial Planning (M. Gougeon)

iv. Store Report (M. Gougeon)

v. Board Education:

1. Energy Savings (Keale Kaolulo)

2. Sarah Monte (MFC Outreach)
- vi. Committee Reports and Discussion
- vii. Consent Agenda:
 1. Electronic Communications
 2. Approval of June 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
 - ix. G – Global Governance Commitment
 - x. D – Global Governance-Management Connection
 - xi. L5 – Financial Condition 1st Quarter
 - xii. GM Evaluation of the Board
 - xiii. L1 – Customer Treatment
 - xiv. G1 – Governing Style

XI. Motion to adjourn at 8:08 p.m. (*motion by M. Linck second R. Kochis*).
Action: Motion passed unanimously.

Next Board Meeting: July 18, 2023 at 6:00 p.m.

Emily Weddle
Board Recorder