

**Minutes of the
Marquette Food Co-op Board of Directors
December 19, 2023 Meeting**

Start time: Meeting was called to order by president M. Augustyn at 6:08 p.m.

Roll call: M. Augustyn, N. Frischkorn, R. Kochis, M. Kramer-Rabine, M. Linck, T. Rulseh.
E. Sally

Absent: M. Dewar (*excused*)

Staff: GM Matt Gougeon, Kat Eaton, Bri Larson, Sarah Monte, Evan Zimmermann.

Public: Ashley McGrath, Daniel Rabine, Olivia Kingery, Leann McPherson.

II. Preliminaries:

- (a) Approval of Agenda & Additions: Agenda was reviewed and no changes were made.

III. Consent Agenda:

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

Motion: To approve agenda and consent agenda without changes (motion by T. Rulseh, second R. Kochis).

Action: Motion passed unanimously.

IV. Public Comment Period: Board candidates Ashley McGrath and Olivia Kingery introduced themselves and each talked briefly about their interest in serving on the board.

V. Board Education (Garden of Eben CBD): Dan Rabine and board member Mary Kramer-Rabine shared about their work growing hemp in the UP. Their business Garden of Eben CBD sells products at the MFC. Discussion was held about their experience farming hemp, processing CBD, and developing products, tinctures, and salves which are sold locally. Discussion was held about the benefits of CBD.

VI. GM Monitoring:

- (a) Store Report (M. Gougeon): Written report was provided prior to the meeting. GM reviewed sales. GM discussed Mary Moe's departure and the departure of Dan and Sherry who have cleaned the store for the past several years. MFC met with NCG to discuss planning a remodel and reorganization of prepared foods department and cold storage.
- (b) L6 – Budgeting and Financial Planning (M. Gougeon): Board received the report prior to the meeting and came prepared to act. GM discussed the financial plan and noted that it is generally conservative in its projections. The projections

assume the projects under consideration will be started during the coming year. GM also discussed the economy, inflation, supply disruptions, competition, wages, productivity and financial planning. GM acknowledged the work of Kat Eaton in preparing the MFC's financial plan.

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. Kramer-Rabine, M. Linck): Discussion will be held in Closed Session. Committee will meet in January to work on committee process.
- ii. Finance (M. Dewar, R. Kochis, T. Rulseh, E. Sally): Met prior to the meeting and discussed financial plan, prepared foods, and the bakery.
- iii. Owner Linkage (M. Augustyn, M. Dewar, N. Frischkorn): Did not meet.
- iv. Elections & Orientation (R. Kochis, M. Kramer-Rabine, M. Linck, E. Sally): Committee did not meet but has been communicating by email. There are four candidates for the board.
- v. Governance (M. Augustyn, N. Frischkorn, R. Kochis): Did not meet but began work on policy review.
- vi. Diversity, Equity, and Inclusion (N. Frischkorn, M. Linck, T. Rulseh, E. Sally): Following the work of the Governance Committee, DEI is working on quarterly policy review. Board will meet at 3pm on January 9 to review proposed changes to policies and make necessary changes.

- (b) Retreat Planning: Plans for the retreat were discussed. Arrangements have been made for the venue, consultant, and agenda planning.

VIII. Public Comment Period: There was an inquiry about the policy review process. The board explained about the policies and the explained that the intent of the upcoming meeting is to review proposed changes which have been made by the Governance and DEI committees.

IX. Closings:

(a) January Assignments:

- i. Board Candidate Nomination Period Ends

- ii. Newsletter Bios for Board Candidates Due
- iii. Annual Retreat
- iv. L10 – Board Logistical Support (M. Gougeon)
- v. Store Report (M. Gougeon)
- vi. Committee Reports and Discussion
- vii. Planning for Annual Meeting of Owners
- viii. Consent Agenda:
 - 1. Electronic Communications
 - 2. Approval of December Minutes
 - 3. Outreach Report (S. Monte)
 - 4. UP Food Exchange Report (S. Monte)
 - 5. Approval of L Policies

- X. ***Motion: To enter Closed Session at 7:44 p.m. (motion by T. Rulseh, second R. Kochis)***
Action: Motion passed unanimously.

Board discussed GM Evaluation. Board President will follow up with GM in accordance with board discussion.

- Motion: To return to open session (motion by R. Kochis, second N. Frischkorn).***
Action: Motion passed unanimously.

- XI. ***Motion to adjourn at 8:10 p.m. (motion by N. Frischkorn, second R. Kochis).***
Action: Motion passed unanimously.

Next Board Meeting: January 16, 2024 at 6:00 p.m.

Emily Weddle
Board Recorder