

**Minutes of the
Marquette Food Co-op Board of Directors
February 20, 2024 Meeting**

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

Roll call: M. Augustyn, M. Dewar, R. Kochis, M. Kramer-Rabine, M. Linck, T. Rulseh.

Absent: N. Frischkorn (*excused*), E. Sally (*excused*).

Staff: GM Matt Gougeon, Kat Eaton, Bri Larson, Leigh Ann McPherson, Sarah Monte, Kim Sheridan.

Public: Harley Erickson, Patrick Thomson.

II. Preliminaries:

- (a) Approval of Agenda & Additions: Agenda was reviewed.

III. Consent Agenda:

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

Motion: To approve agenda and consent agenda with no changes (motion by R. Kochis, second M. Linck).

Action: Motion passed unanimously.

IV. Public Comment Period: None.

V. Accountant Presents Year End Financials to the Board (Pat Thomson, CPA):

Patrick Thomson introduced himself and discussed accounting at the MFC and acknowledged the work of Kat Eaton. Thomson discussed the Employee Retention Credit. Accounting trends were discussed. Thomson reviewed the Statement of Cash Flows. Discussion was held about debt retirement and consolidation in prior years.

VI. GM Monitoring:

- (a) Store Report (M. Gougeon): GM provided written report prior to the meeting. GM reported on January and February sales trends and noted the impact of canceled events this winter due to lack of snow. GM reported that the change to LED lighting has been completed. GM updated the board about electronic shelf labels. GM reported that NCG's prepared foods specialist will be visiting the MFC in March. GM also reported that work is underway to update the MFC's buying policy. Discussion was held about NCG peer review process.
- (b) L5 – Financial Condition 4th 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.

- (c) Annual Ends Report (M. Gougeon): GM provided a written report prior to the meeting and noted that it was the first year reporting with the new ends policies. GM acknowledged the work of staff members in generating content for the report. The board commented on the report and the breadth of work undertaken by the MFC. The board discussed the table showing the MFC's spending in the local economy that was included in the report and noted that it demonstrates the economic impact the MFC has locally in various sectors.

Motion: To approve the Annual Ends Report pending receipt of final edits from the GM and with the commendation from the board for a well written report (motion by T. Rulseh, second R. Kochis).

Action: Motion passed unanimously.

VII. Board Monitoring & Discussion:

(a) Committee Reports and Discussion:

- i. GM Evaluation (M. Augustyn, M. Kramer-Rabine, M. Linck): No report.
- ii. Finance (M. Dewar, R. Kochis, T. Rulseh, E. Sally): Met to discuss current balance sheets. Discussion was also held about a Detroit co-op. Environmental stewardship opportunities including solar were discussed.
- iii. Owner Linkage and Engagement (M. Augustyn, M. Dewar, N. Frischkorn):
 1. Plan Earth Day Cleanup: Past cleanup events were discussed. Cleanup will take place Saturday, April 20, from 11 a.m. to 2 p.m.
- iv. Elections & Orientation (R. Kochis, M. Kramer-Rabine, M. Linck, E. Sally): Written report was provided. Election timeline and election follow-up procedures were discussed.
- v. Governance (M. Augustyn, N. Frischkorn, R. Kochis): Policy review process will begin this month.
- vi. Diversity, Equity, and Inclusion (N. Frischkorn, M. Linck, T. Rulseh, E. Sally): Committee reported that NMU's Diversity Common Reader program will be held on March 31 at 7:30 p.m. and encouraged board members to attend.

(b) Certify Membership: Membership certification was noted.

- (c) Annual Meeting of Owners (Sarah Monte): The Annual Meeting will be held on March 8 from 5:00 – 8:30 p.m. Sarah Monte previewed a word-cloud activity for

the meeting. Raffle prizes and menu were discussed. It was noted that board members do not have to pay admission and are not eligible to participate in the raffle. The board thanked Sarah Monte for all of her work on the event. Discussion was held about the meeting program and screening of video about the Prescription for Health program.

VIII. Public Comment Period: Board discussed the Marquette Regional History Center's exhibition about consumer cooperatives in the Upper Peninsula.

IX. Closings:

(a) March Assignments:

- i. Board Education: Recycling and Waste Management
- ii. Board Elections
- iii. Annual Membership Meeting
- iv. Begin CCMA Planning
- v. L4 – Membership (M. Gougeon)
- vi. Store Report (M. Gougeon)
- vii. Committee Reports and Discussion
- viii. Consent Agenda:
 1. Electronic Communications
 2. Approval of February Minutes
 3. Outreach Report (S. Monte)
 4. UP Food Exchange Report (S. Monte)

X. *Motion to adjourn at 7:35 p.m. (motion by T. Rulseh, second M. Linck).*
Action: Motion passed unanimously.

Next Board Meeting: March 19, 2024 at 6:00 p.m.

Emily Weddle
Board Recorder