

**Draft Minutes of the
Marquette Food Co-op Board of Directors
May 21, 2024 Meeting**

Start time: Meeting was called to order by president M. Augustyn at 6:07 p.m.

Roll call: M. Augustyn, M. Dewar, N. Frischkorn, R. Kochis, M. Kramer-Rabine, M. Linck, T. Rulseh, E. Sally, Maria Danz (*incoming*), Olivia Kingery (*incoming*), Ashley McGrath (*incoming*).

Absent: None.

Staff: GM Matt Gougeon, Bri Larson, Sarah Monte

Public: Harley Erickson

II. Preliminaries:

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

III. Consent Agenda:

- (a) Electronic Communications
- (b) Approval of April 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 N. Frischkorn).

Action: Motion passed unanimously.

IV. Public Comment Period: None.

V. Board Education: Stereotypes vs. Generalizations (DEI Committee): The board discussed the difference between stereotypes and generalizations and discussed several examples. Discussion was held about maintaining focus on equity and inclusion.

VI. GM Monitoring:

- (a) Store Report (M. Gougeon): GM discussed April sales. GM talked about Prepared Foods and reported on NCG's recommendations, noting that changes are intended to increase productivity and reduce food loss. GM reported that MFC staff are currently attending NCG conference. NCG Next Level initiatives were discussed. GM also reported on NCG patronage dividend. GM updated the board about the landscaping project for MFC greenspace, noting that it has been delayed due to Plant Theory losing their equipment in a fire. GM also discussed credit card processing fees and reported that NCG negotiated credit card processing through UNFI which will result in savings for the MFC.
- (b) GM Evaluation of the Board (M. Gougeon): Discussion was held. The board thanked the GM for his evaluation. The board discussed the self-critique work

undertaken at the board retreat. Board President M. Augustyn was recognized for her leadership.

- (c) L5 – Financial Condition 1st Quarter (M. Gougeon): Board members received the report prior to the meeting and came prepared to act. Discussion was held about the lease for the Marquette Baking Company space.

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): Did not meet.
- ii. Finance (M. Dewar, R. Kochis, T. Rulseh, E. Sally): Finance Committee reported on its review of first quarter financials.
- iii. Owner Linkage and Engagement (M. Augustyn, M. Dewar, N. Frischkorn): Did not meet.
- iv. Elections & Orientation (R. Kochis, M. Kramer-Rabine, M. Linck, E. Sally): Orientation is underway. New board members will undergo finance orientation at the June Finance Committee meeting at 5pm on June 18.
- v. Governance (M. Augustyn, N. Frischkorn, R. Kochis): Calendar meeting was discussed. Review of Delegation policies will begin this month.
 1. Review Delegation Policies
- vi. Diversity, Equity, and Inclusion (N. Frischkorn, M. Linck, T. Rulseh, E. Sally): Committee will follow Governance on policy review for Delegation Policies from a DEI perspective.

- (b) Board Transition: Discussion was held about expectations for outgoing and new board members for the June board transition. Outgoing board members are encouraged to attend the meeting but are not required to do so. Bylaws were consulted and it was noted that the board transition takes place on June 1. Board discussed whether it should consider potential bylaws changes, however no decisions were made. Committee transitions were also discussed.

- (c) Committee and Officer Inquiry Survey: Vice President will send out survey after June 1 board transition.

- (d) Finalize Board Calendar: Calendar was reviewed and changes were made. Education was discussed and first three months were planned. Board Social was also discussed and is tentatively scheduled for Friday, June 28 at 5:30 p.m.

VIII. Public Comment Period: Sarah Monte acknowledged that all board members including incoming and outgoing board members were in attendance at the Annual Meeting. Monte thanked the board for its engagement. CCMA was also discussed. E. Sally and R. Kochis are planning to attend and will report on their experiences at the next meeting.

IX. Closings:

(a) June Assignments:

- i. Officer Elections
- ii. Form Committees
- iii. CCMA
- iv. L1 – Customer Treatment (M. Gougeon)
- v. Store Report (M. Gougeon)
- vi. Committee Reports and Discussion
 - 1. Review Delegation Policies (Governance)
 - 2. Set Annual Patronage Dividend (Finance)
- vii. Consent Agenda:
 - 1. Electronic Communications
 - 2. Approval of May Minutes
 - 3. Outreach Report (S. Monte)
 - 4. UP Food Exchange Report (S. Monte)

X. *Motion to adjourn at 8:06 p.m. (motion by T. Rulseh, second M. Linck).*
Action: Motion passed unanimously.

Next Board Meeting: June 18, 2024 at 6:00 p.m.

Emily Weddle
Board Recorder