

**Minutes of the
Marquette Food Co-op Board of Directors
September 17, 2024 Meeting**

Start time: Meeting was called to order by president M. Augustyn at 6:02 p.m.

Roll call: M. Augustyn, M. Danz, M. Dewar, N. Frischkorn, O. Kingery, A. McGrath, T. Rulseh, E. Sally.

Absent: R. Kochis (*excused*).

Staff: Kat Eaton, Sarah Monte.

Public: Harley Erickson.

II. Preliminaries:

- (a) Approval of Agenda & Additions: Agenda was reviewed. Approval of Committee Charters and Procedures was moved to October meeting. It was also noted that N. Frischkorn is not on the GM Evaluation committee.

III. Consent Agenda:

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

Motion: To approve agenda and consent agenda with changes (motion by O. Kingery, second T. Rulseh).

Action: Motion passed unanimously.

IV. Public Comment Period: Harley Erickson discussed following up with the E. Zimmermann and the board about cooperatives. Discussion was also held about the Annual Meeting of Owners. E. Sally shared with with board that he will be holding a Body Punch boxing class focused on women empowerment. Discussion was also held about the Marquette Baking Company. A. McGrath inquired about wholesale distribution. S. Monte responded that the bakery is not able to produce that quantity at this time.

V. Board Education: None.

VI. GM Monitoring:

- (a) Store Report (M. Gougeon): Written report was provided prior to the meeting. It was noted that the GM was not in attendance at this meeting. Finance Committee discussed the patronage dividend and reported that now that the tax return has been completed, the percentage needs to be changed. Instead of returning 20% to owners the patronage dividend will be 28%.

Motion: That the total 2023 income allocated to the members of the MFC reflects the accurate amount reported on our 2023 income tax return of \$69,801.00. Further, that we return 28.5 % of that amount or, \$19,943.00, to

the members in the form of a dividend. (motion by N. Frischkorn, second E. Sally)

Action: Motion passed unanimously.

- (b) L2 – Staff Treatment (M. Gougeon): Written report was provided prior to the meeting. The board discussed supporting documents provided by the GM. Discussion was held about bringing in a consultant to do an organizational analysis related to DEI. The board discussed the scope of the project. Calendar will be updated to follow up about L2 in March.

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 with the condition that it will be reviewed again in March 2025.

- (c) L3 – Compensation and Benefits (M. Gougeon): The report was provided prior to the meeting along with supporting documents. The board commented that the staff survey results looked great.

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. Danz, M. Dewar, R. Kochis, T. Rulseh):
 1. Begin GM Evaluation Process: Met and developed a self-evaluation form that was submitted to GM. It was noted that it is a contract year. Discussion will be held during Closed Session in October.
- ii. Finance (R. Kochis, M. Danz, M. Dewar, T. Rulseh): Committee met with Kat Eaton and reviewed cash position for end of August. Credit card processing fees were discussed. Savings will begin to be seen in October. Patronage dividend was discussed.
- iii. Community Engagement (N. Frischkorn, M. Augustyn, O. Kingery, E. Sally): Did not meet.
- iv. Elections & Orientation (R. Kochis, O. Kingery, A. McGrath): Did not meet. It was noted that there will be three open seats.

- v. Governance (M. Augustyn, N. Frischkorn, A. McGrath, T. Rulseh): Committee put together a timeline for bylaws review process. It was noted that the bylaws underwent a limited review in 2021 to revise information about patronage dividend.
 - 1. Review Bylaws

- vi. Diversity, Equity, and Inclusion (E. Sally, O. Kingery): Did not meet. Discussion was held about whether the DEI committee will remain its own committee or whether it will be absorbed into all of the other committees' work. Further discussion will be held after the bylaws review process concludes.
 - 1. Review Bylaws

VIII. Public Comment Period: None.

IX. Closings:

(a) October Assignments:

- i. Set Retreat Date
- ii. L7 – Asset Protection (M. Gougeon)
- iii. L11 – Strategic Planning (M. Gougeon)
- iv. Store Report (M. Gougeon)
- v. Co-op Month
- vi. Committee Reports and Discussion
 - 1. Approve Committee Charters and Procedures (All Committees)
 - 2. GM Evaluation Process (GM Evaluation)
 - 3. Begin 3 Month Opening for Board Nominations (Elections & Orientation)
 - 4. Board Budget Finalized (Finance)
- vii. Consent Agenda
 - 1. Electronic Communications
 - 2. Approval of September Minutes
 - 3. Outreach Report (S. Monte)
 - 4. UP Food Exchange Report (S. Monte)

X. *Motion to adjourn at 7:11 p.m. (motion by T. Rulseh, second E. Sally).*
Action: Motion passed unanimously.

Next Board Meeting: October 15, 2024 at 6:00 p.m.

Emily Weddle
Board Recorder