

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

Start time: Meeting was called to order by president M. Augustyn at 6:10 p.m.

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

Absent: None.

Staff: GM Matt Gougeon, Sarah Monte, Kat Eaton, Kim Sheridan.

Public: None.

II. Preliminaries:

- (a) Approval of Agenda & Additions: Agenda was reviewed. 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 R. Kochis, second N. Frischkorn).

Action: Motion passed unanimously.

IV. Public Comment Period: N. Frischkorn announced that he will be relocating next year to accept a new position and will be unable to complete his board term. The board congratulated N. Frischkorn on his new job and expressed their appreciation for his service on the board.

V. Board Education: None.

VII. GM Monitoring:

- (a) Store Report (M. Gougeon): GM reported that sales are up and noted that the MFC had a day of record sales in November. GM reported that the MFC gave staff bonuses this year. GM discussed dividend payments. GM reported that Dave Kalishek will be leaving the MFC.
- (b) L6 – Budgeting and Financial Planning (M. Gougeon): Written report was provided prior to the meeting. GM reported on projects that are underway including prepared foods remodel, meat and seafood remodel, website redesign, and employee compensation. It was noted that employees will receive raises and base pay will increase. GM explained that there is no plan to reduce staff at this time, however over time, through attrition, the MFC will work to increase productivity. It was noted that the financial plan does not reflect future patronage dividend payments. Discussion was held about projections and trends.

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

VIII. Board Monitoring & Discussion:

(a) Committee Reports and Discussion:

- i. GM Evaluation (M. Augustyn, M. Danz, M. Dewar, R. Kochis, T. Rulseh):
 1. Sign Contract with GM: Met with GM. Contract was accepted. Committee discussed that the process went well. GM thanked the board for their confidence and trust in him and the MFC staff.
- ii. Finance (R. Kochis, M. Danz, M. Dewar, T. Rulseh): Committee discussed bylaws. Committee will update the revised document with the proposed changes.
- iii. Community Engagement (N. Frischkorn, M. Augustyn, O. Kingery, E. Sally): Committee is working with the League of Women Voters to organize annual Earth Day Cleanup. Related events were discussed.
- iv. Elections & Orientation (R. Kochis, O. Kingery, A. McGrath): Committee reported that there are three candidates that are running. Discussion was held about encouraging people to apply.
- v. Governance (M. Augustyn, N. Frischkorn, A. McGrath, T. Rulseh):
 1. Bylaws Changes: Bylaws Committee met and finished a first draft of the bylaws. Work was undertaken to improve clarity of content and formatting. Board is encouraged to review the draft and make suggestions. It was noted that bylaws will be the focus of the first half of the board retreat.
- vi. Diversity, Equity, and Inclusion (E. Sally, O. Kingery): Did not meet but discussed inclusiveness of the elections. Discussion was held about DEI and whether it will remain a standalone committee or if it could be included in each committee's charter. Discussion was held about having a professional DEI consultant to do a walk-through at the store to assess areas for improvement. GM commented that the MFC will be looking for a consultant to assist with reviewing policies and procedures from an operations standpoint. GM will communicate with DEI committee to coordinate efforts.

- (b) Retreat Planning: Retreat is scheduled for January 11. Logistics were discussed. Topics for the retreat were discussed. Bylaws will be the primary focus for the first half of the retreat. Board will develop a timeline for finalizing bylaws.

IX. Public Comment Period: E. Sally expressed his appreciation for the board welcoming him as a transplant to Marquette and expressed gratitude for the relationships he has made with others on the board. Board members shared their sentiments about the contributions each board member brings to the group.

It was also noted that some of the marketing photos on MFC materials represent farms that are no longer operating in the Upper Peninsula.

X. Closings: Discussion was held about procedure for filling incomplete board terms.

(a) January Assignments:

- i. L10 – Board Logistical Support (M. Gougeon)
- ii. Store Report (M. Gougeon)
- iii. Annual Retreat
- iv. Committee Reports and Discussion
 1. Newsletter bios for board candidates due (Elections & Orientation)
 2. Board candidate nomination period ends (Elections & Orientation)
- v. Consent Agenda
 1. Electronic Communications
 2. Approval of December Minutes
 3. Outreach Report (S. Monte)
 4. UP Food Exchange Report (S. Monte)

**XI. *Motion to adjourn at 7:33 p.m. (motion by T. Rulseh, second A. McGrath).
Action: Motion passed unanimously.***

Next Board Meeting: January 21, 2024 at 6:00 p.m.

Emily Weddle
Board Recorder