



## Board of Directors Monthly Meeting

Monday, September 26, 2016; 5:31 pm - 8:51 pm

232 South Main Street, Goshen

Goshen, IN 46526

**In attendance:** Eric Amt, Jose Chiquito, Robin Ebright-Zehr, Phyllis Miller, Amanda Qualls, Brian Wiebe, Rebecca Yoder

**Others Attending:** Miranda Beverly-Gill, Brad Weirich, Gabe Miller (student at Goshen College)

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**5:00 pm:** Board shared dinner and team building. Many thanks to the Maple City Market deli staff for providing the meal.

**5:31 pm:** Declaration of quorum

- Preliminaries:
  - Check-In: “Are we prepared to act on everything before us?”
  - Declaration of quorum
  - Commitment to stay on task
  - Ends reflection: Because of MCM: Owner-members and customers in the Michiana region will be healthier; there will be a local, sustainable food system in Michiana; the local environment & resources will be responsibly shared, protected and restored; there will be a locally-owned cooperative business; there will be a thriving model that inspires other businesses in the Great Lakes region.
  - Board Commitment:
    - Increase board communication with members
    - Engage friends and colleagues regarding Co-ops: Advocate
      - Jose has been talking with many friends and fellow Goshen College students about the Maple City Market.
    - Board project dreaming--capitalization
  - Video from CBLD library/Other cooperative education
    - [Video Field Guide: The Job of the Board](#) with Thane Joyal

**5:41 pm:** Approve or amend agenda

- **Motion:** To accept the agenda as it stands.  
Brian Wiebe moves and Eric Amt seconds  
No discussion  
Motion passes: 7 in favor; 0 oppose; 0 abstain

**5:41 pm:** Consent agenda

- **Motion:** To approve the consent agenda as it stands. The consent agenda includes the minutes of the August 22, 2016 meeting; Board self-monitoring (G.2); and GM monitoring (X.8).

Brian Wiebe moves and Robin Ebright-Zehr seconds

No discussion

Motion passes: 7 in favor; 0 oppose; 0 abstain

**5:43 pm:** Board decisions

- Revision to X.1: adding another nested set for an outside audit at defined intervals: Brian & Brad--tabled to October meeting
- In the August meeting, the board approved \$10,000 to fix the condenser. Because the Maple City Market was awarded a \$5,000 Elkhart County Community Foundation (ECCF) grant, the board has approved that Brad can use that money toward the paving project for the parking lot. This approval was given via email prior to the September meeting.

**5:46 pm:** Discussion

- GM Reports: Brad
  - State of the Market and Finance Report:
    - We are right on the edge of profitability. Sales were much better. In September, Brad expects to be between 2014 and 2015 in terms of profit. We had a fairly painful June and July, but we're trending in the right direction at the moment. The letter to ownership went out to members in August; we saw a bounce-back post letter. Prior to August, we had three months that were significantly under previous years' sales.
    - Asphalt repaving will be sometime in the next two weeks. We will be notified as soon as it is scheduled.
    - The Maple City Market picked up some great items from the Mattern's auction (meat case, commercial freezer, bar, etc.). The 8 foot meat case is forward looking. The commercial freezer will replace many or all of the consumer freezers we currently have in the back (we will keep one or two of those for Thanksgiving turkeys).
    - The Clarity Project: Similar to what the board is doing for members, but geared toward staff. The second Sunday in October, the staff will be meeting and discussing, "Why does MCM exist? Why do we have ends? Why do we have policies?" Brad wants to get the goals of the organization out in front of employees consistently and repetitively. The first meeting of this type will have an outside facilitator.
- Board Committee (Charters): In October, we will review revised charters for standing committees. The Chairs are responsible for updating or building charters, but they are welcome and encouraged to seek feedback from other board members.

- Non-profit and Fundraising Committee: Eric, Chair
- Community Committee/#3MCM: José, Chair
- Ad Hoc Owner Forums Strategic Conversations: Brian, Chair (No charter needed for this ad hoc committee)
- Board Recruitment and Annual Meeting: Amanda, Chair
- GM Evaluation and Compensation: Phyllis, Chair
- LaCasa has approached Brad to see if the Market could forgive one of the five shares (\$20) for membership for one of their housing clients. Brad wants to investigate this further and present more information in October. The board would have to approve changes to the equity system; there may be other ways to make this happen (such as a scholarship or matching funds).
- Patronage: Continue to work through the article in the education folder for September. We should consider both equity and patronage together. In one sense, we need to make money to have patronage. In another sense, having a patronage system can drive sales and profits.
- Strategic Planning meeting with Owners: Discussion & next steps
  - What stood out from the last meeting?
    - Focusing more on the community made people focus on a bigger scale
    - There was a lot of desperation and frustration among members who want everything fixed
    - Very pleased with the number of people who attended the meeting--we weren't expecting more than 15 and we got 30
    - Most of the people at the table Miranda was at wanted the co-op not just be a place to shop but a center of health and education as well
    - It was a natural progression toward the third strategic direction (re-think and re-engage)
    - People don't know we aren't a 501(c)3; people think we're a non-profit
    - Felt there was a disconnect between how people see the co-op functioning and reality (education and other programs cost money). We want to do great things for the community, but we need the funding to be able to do so.
    - People came in from that letter with ideas about how to save the co-op. People want an upgraded experience in the store (more services). The group was focused on the store as a thing that people didn't want to see go away. Many realized that the store would need a non-profit to do education and outreach. Once they realized this, they saw the value of a non-profit.
    - People want a top-notch customer service experience.
  - What should the October 10 meeting look like?
    - Value in the owners knowing the financial status of the market. Educate owners on finance (brief intro).
    - Potential exercise for cooperative principles.
    - Explore #1 and #3 in-depth. More of a laser focus.

- Think of #3 not just as a stand-in for a nonprofit, but as anything that would be a re-imagining/re-engagement of the community.
- Discuss the food council.
- Talk about the reality that even in #1, there would need to be some change (on both the part of Market operations and owners and shoppers).
- Talk about good news and changes in the store.
- Meeting 2 should set us up for presenting more of a vision and direction for meeting 3.
- We need to be realistic about what #3 can and should do. We'll need to let owners know that if they're interested in option #3, we'll need their help. #1 would be largely delegated to operations.
- What is customer service and what is the customer experience?
- In meeting 1, there was a large disconnect with the agenda people were walking in with and what the board was leading them towards. We need to give them space to voice their thoughts and concerns.
- What would make you excited to talk about the co-op with your friends? What would give the co-op buzz? How do we create an ongoing relationship? Increasing personal energy around the co-op.
- Expand the meeting to 90 minutes?
- Reiterate why we're doing this.
- Upcoming meetings: October 10 and November 14  
7:00-8:00 pm  
A location needs to be designated (the market or the Chamber of Commerce?)
  - The Chamber of Commerce room that we use for meetings is reserved from 6:00 to 9:00 pm
- Possible Focus Group[s] prior to October 10
- Wooster Co-op visit: [Local Roots Market & Cafe](#)
  - Phyllis has been in contact with the store and is waiting to hear back.
  - We have a vision of a community field trip where people would pay and we'd rent a bus. More information to come!
- Community Initiative Updates:
  - Food Council: Moving forward, looking at a non-profit, and looking at a USDA grant to hire someone to handle the legwork.
  - Farm Lab
  - Anything else?
    - Food for Change movie at the Saint Joseph County Main Library on Tuesday, October 4 from 6:00 to 8:00 pm

**7:25 pm:** New business/comments from the community

- Thank you to Gabe Miller for attending and offering thoughts!

**7:33 pm:** Executive session opens

**8:50 pm:** Executive session closes

**8:50 pm:** Calendar review

- Next meeting October 24, 2016
- GM monitoring: X.1 Financial Condition
- Board monitoring: R.1 Unity of Control
- Looking ahead:
  - Owner Forums
  - October 6<sup>th</sup> Local Food Summit in Indianapolis

**8:51 pm:** Motion to adjourn

- **Motion:** Motion to Adjourn Open Board Meeting  
Phyllis Miller moves and Rebecca Yoder seconds  
No discussion  
Motion passes: 6 in favor; 0 oppose; 0 abstain