

**MCM Board Meeting**  
**Wednesday, August 24, 2022 at 7:00pm**  
**Location: Maple City Market**

**In attendance:**

- Board Members: Darin Short, Dustin George-Miller, Leah Miller, Luke Gascho, Anna Parker, and David Kendal, Rose Shetler, Malinda Berry (Not present Jama Yoder)
- Staff: Brad Alstrom

**1910: Welcome, Reading of Ends Statement**

- What does peace taste, smell, sound, taste, look like to you?
- All report ready to act

**1920: Approval of July Minutes with Amendments**

- Strike the phrase "Darrin moves the motion to accept Brad's Report as in partial compliance"
- Add that all motions voted on carried
- Anna moves to accept the amended minutes, Dave second, motion carries

**1922: Board Self Monitoring**

- Policy Title G.2 The Board's Job
  - Discussion of 3 a. Leading to discovery of R4 Policy, Board not in compliance with annual evaluation of GM and timely evaluation of GM compensation
  - Discussion of 6. No formal separate evaluation process, ongoing process of evaluation
  - Discussion of 7. Nomination process and fair election
  - Malinda moves that we accept the monitoring report on Policy G2 with acknowledgment of non-compliance.
  - And further action steps to bring us into compliance: Darin and Malinda will take above concerns to a coaching meeting with Ben and report back to the board in one month, Rose seconds, motion carries
- G.4 Officers' Roles
  - Darin moves that we are in compliance with Policy G4, Dustin seconds, motion carries

**1955: Board Education & Engagement**

- Patronage Dividends
  - Brad introduced the process at MCM for creating/calculating Patronage Dividends with plan to exclude PPP loan, exclude sales to wholesale as well as provide his recommendation re allocation and distribution
  - Questions from Anna:
    - How is retained patronage used/reinvested? It is not an isolated account, becomes part of our working capital
    - What education accompanies member notification? Historically we've sent 2 emails with explanation of process (one email to the general mailing list & one email notification to each eligible member with their specific patronage information)

- Indicate in educational/promotional information to membership that the board has elected to distribute 20% of profits
- Discussion of using Patronage Dividends process as part of a larger promotional

**2020: General Manager Monitoring**

- X. 1 Quarterly Financial Report 2022-Q2
  - Brad reports as in partial compliance because of subpolicy 1 (sale's growth), otherwise in general compliance
  - Discussion that currently only reviewing budget on Annual basis, may need to assess more frequently or strategically if trending toward overall non-compliance
  - So far have limited labor budget (in proportion to sales)
- X. 1 Annual Financial Report 2021
  - Dustin moves to accept Policy X.1 Annual as fully compliant, second Dave, motion carries
  - Anna moves to accept X.1 Quarterly Report as in partial compliance, second Rose, motion carries

**2033: Patronage Dividend Resolution**

- Dave moves "I move that the co-op allocate 100 percent of eligible profits (excluding those profits realized from the PPP loan forgiveness) to patronage dividends in the amount of \$68,092.28 to co-op members and that 20 percent of those patronage dividends, in the amount of \$13,618.47, be distributed to members in the form of a store credit according to rules outlined by Internal Revenue Service chapter T and state laws"
- Dustin seconds, motion carries

**2036: Board Retreat in Goshen**

- Saturday Sept 10th + Friday evening dinner
- Location to be determined
- Plan to have an agenda set by Thursday before the retreat
- Foundational documents to review:
  - General, historical MCM documents
  - NCG information/trends
  - Budget for the year and overarching goals, shopper survey, executive summary, NCG operations audit, market study (prior to the pandemic)

**2043: Check out with what we are looking forward to tomorrow**

**2045: Meeting adjourned**