

erin  
wade

the  
mac &  
cheese  
millionaire

building a better  
business by thinking

outside  
the box 



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*Author disclaimer:* This book is the true telling of my wild ride through entrepreneurship. To keep the story from being long and confusing, some stuff is skipped, other stuff condensed, and some characters merged so that instead of following the trajectory of three different kitchen managers over a decade, you can just follow one. Some names have been changed to protect people's privacy, while others have been changed to prevent people described as jerks from suing me (I mean, they are jerks after all). Just to really throw you off, some names (hi Kate!) have not been changed at all. I did my best to re-create scenes and conversations as faithfully as possible, but anyone who has ever been to couple's therapy knows that there are always multiple interpretations of the same events, so take it with a grain of salt that these are my memories and impressions. I hope you enjoy them.

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*For Elena, Ellie, Eliza, and Isaac*

*I hope this book helps you find joy and purpose on your own unique journeys. Thank you for being the most fulfilling part of mine.*



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# Introduction

I am the world's leading expert on macaroni and cheese. A bold claim, I realize—but it's the God's honest truth.

I have personally cooked more than 10,000 mac and cheese dishes. I have grated over one metric ton of cheese, boiled thousands of pounds of pasta, and whisked such vast amounts of cream sauce that I developed a wrist injury my doctor told me she has only seen in teenage boys with masturbatory addictions.

I wrote the global best-selling cookbook and definitive work on the topic, creatively titled *The Mac and Cheese Cookbook*. Amazon ranks it as the 65,739th most popular book of all time, placing it just above *Tanya's Comprehensive Guide to Feline Kidney Disease* (#175,890), and just below *Fifty Shades of Grey* (#25,370).

I built a cult macaroni and cheese restaurant, Homeroom, which has sold millions of mac and cheeses over a decade in business. Homeroom's mac and cheese is so popular that it has been featured everywhere from the *Wall Street Journal* to the Cooking Channel, and its financial performance puts it in the top 1 percent of restaurants nationwide. Put simply, no one has dedicated more of their life to this cheesy carb than I have.

You might be wondering, why the hell would anyone spend so much of their life focused on macaroni and cheese? (Or, if you're really into mac, perhaps you are not wondering this.)

I went down the rabbit hole of dairy-filled obsession for the same reason most people do crazy things: for love.

Not for the romantic love of another, but for another kind of love we don't talk about nearly as much—because I wanted to love who I was at work. I would hear people talk about being excited to wake up in the morning to go to work, and I thought they were crazy—that maybe I just wasn't that kind of person. I wanted to love who I was in the world and how I spent my days there. I wanted the people around me to feel the same way.

At the time I decided that I wanted to open a macaroni and cheese restaurant, I was living what I had been *told* was a fairytale ending. I had graduated from top schools and was working as a highly paid lawyer in a cushy high rise in San Francisco. I sounded important at cocktail parties, looked damned respectable in a suit each day, and did work representing some of the largest companies in America. The problem was that I was miserable. I had won at playing a game I didn't even like, but had labored over perfecting for most of my life.

Opening Homeroom in 2011 was my personal Hail Mary to fall in love with work. I hoped that the longing I felt for something more meaningful could be found in making delicious food and sharing it with people. And while that proved to be true, I ended up loving my work not for any of the reasons that I articulated at the outset. While I began Homeroom out of a love of macaroni and cheese, what I ultimately fell in love with was business. And specifically, how you can create a business that centers on meaning, purpose, and connection.

Over the decade I led our team at Homeroom, I began to define success differently than the fairytale I had been raised with. I became obsessed with picking apart the reasons that other jobs and workplaces sucked, and how to do better. Through an embarrassing amount of trial and error, my team and I developed language and systems that maximized meaning, purpose, and connection, and created a more suck-free workplace. In an industry where the average tenure of employees is fewer than 90 days, Homeroom's average was 2.5 years. And if I can practice hippie-dippy ideas in a business where the profit margins are notoriously abysmal, where failure rates are the highest of any industry, and that attracts entry-level, minimum wage labor, then I believe these ideas can work almost anywhere.

I decided I wanted to write this book after two important things happened: my Homeroom team changed the world, and I was given a large heap of money. I know that the first one sounds grandiose, but in our case

it's actually true. Or at least as true as companies that lay claim to world-changing but that make things like internet browsers.

In response to an incident at Homeroom, my team used all the tools we had come up with over the years to put together an anti-harassment system that became the subject of a viral op-ed I wrote in the *Washington Post* and was subsequently adopted by the Equal Employment Opportunity Commission and restaurants around the world. The system we came up with virtually eradicated harassment at our restaurant and has the potential to significantly improve the lives of the one in ten Americans who work in hospitality. I didn't share our system in a public way for many years because I thought my business was too small and unimportant to be worthy of national attention. This experience of using my voice to effect important change made me wonder what kind of improvements are possible when business is done differently, and when women and smaller-scale leaders use their power and their voices. I wrote this story to encourage others to do the same.

As for the heap of money, after ten years in business, Homeroom's stellar performance attracted the attention of a high-powered restaurant group that purchased the company in a multimillion-dollar deal practically unheard of for a small dining establishment. It was just like a Disney movie, except if the princess was a scrappy, off-beat business and the prince a large corporate conglomerate. (Note to Disney: when you realize the American public is ripe for such a capitalist love story, the rights are available.) I retained a seat on the board of directors, as the only woman, and one of the few members without access to a private plane. Slowly, I started to expand my focus from how to build my own career and company to how to use what I had learned to help others on their path. I wanted to write this book to give to other people the language I wish I had been given to understand my own dissatisfaction at work and the tools to create something more compelling.

I also wanted to write this book because a huge part of my success was embracing my competitive advantage as a woman, and I believe there are valuable lessons for people of all genders in talking openly about that. Most business books look a lot like the board room I currently occupy—exclusively white, male, and from gigantic companies. And while I love a tech bro in a hoodie as much as the next gal, there are a lot of people like

me for whom the masculine norms of business simply don't resonate. If so, this book is for you.

Mine is a story for anyone who has ever loved their work, or would like to. It is about the spark that is passion, and what happens when it is given fuel to become fire. It is about how to find connection, meaning, and purpose, even in unlikely places. It is about commitment, and what it takes to sustain the long-term relationship that is a career. It is also about macaroni and cheese.

# 1

## Passion

*The Best Fuel Out There, Other  
Than Chocolate*

“I have no special talents. I am only passionately curious.”

—*Albert Einstein*



When I was little, my family made pilgrimages from our low-slung home in the San Fernando Valley to a seafood shack in Malibu that was the highlight of my week. I loved this place because they fed you unlimited free peanuts while you were waiting for a table, and you could throw the shells on the floor. Reveling in behavior that would have been deviant elsewhere, I stomped on the discarded peanut shells with my feet while we were waiting. After being seated, I proudly ordered a heaping bread bowl of fresh clam chowder even though it was only 10 a.m., and clams don't come from the ocean in Malibu.

Afterwards, I ran down to the beach and played in a storm drain, which I lovingly called "the river." I spent many happy hours playing there, building sandcastles in the runoff that led to the sea. The beach was adjacent to a deafening highway, and I was literally frolicking in sewage—but I didn't care; we were at the ocean! The salt in the air lent it a wild quality, and the sun always seemed a touch brighter there. Every time we crested the hill overlooking the sea on the drive to Malibu a huge grin spread across my face. Such was the magic of the ocean to me.

Twenty years later, I crested a hill to a different part of the Pacific. That same smile overtook my face when I caught a glimpse of the deep blue expanse. I was exhausted from middle-of-the-night feedings for my second child and the brilliant idea that I had to demonstrate my commitment to work by not taking maternity leave.

Somewhere between 2 a.m. feedings and 2 p.m. meetings, the world had constricted. The small universe I had chosen to occupy meant doing a lot for my kids, my partner, and my colleagues, but didn't leave much space for me.

Then one morning, a tiny ball of energy began flickering in my chest. It called me to the ocean. I decided to pay attention and signed up for a surfing class the same day. I arrived in Pacifica, a sleepy surf town south of San Francisco, and met my instructor. His eyes were bloodshot and I could detect the faint odor of weed on his clothing, but working moms with limited free time can't be choosy, so out we went.

For those of you with images of warm, sunny, welcoming California beaches, let me clarify: what you're picturing is a postcard from Southern California.

In Northern California, the icy water streams down from Alaska so the beaches are frigid, with more down-jacket than bikini weather. The region is known as the “Red Triangle” because it is the world’s largest great white shark breeding ground, and most beaches offer up just as much rock as they do sand. In short, getting in the water at Pacifica was about as glorious as that Malibu storm drain.

I loved it.

I splashed around in the crumbly waves, trying my best to catch something. I laughed deep belly laughs every time the instructor tried to get me on a wave, and I tumbled off the board into the foamy whitewater. Even though I was failing miserably at the sport I was there to learn, every time the crisp, salty water washed over my face I felt invigorated, alive.

The ocean woke me up, and not just because the water was 53 degrees. It was the first time I had done something motivated by pure joy, just for the fun of it, for as long as I could remember. Flailing my middle-aged mombody around in a freezing cold ocean guided by a stoned 19-year-old was just what the doctor ordered.

After the lesson, I impulse-bought the longest surfboard that would fit in my car (in my newbie enthusiasm, the innovation of a surf rack had not occurred to me) and made a promise to myself. No matter what happened, for the next year I would go to the ocean once a week and try to surf. And I did.

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*We think that this is part of what it means to grow up, to be mature. We do what we should do instead of what we are called to do, and in the process lose touch with the very core of ourselves.*

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I didn’t ride a real goddamn wave for that first year, but it was a joy to be in the water. The following year, I increased my promise to myself to twice a week. Following an obsession with YouTube tutorials, I actually started surfing real waves. That was a joy, too. The following year I increased my promise to surf three times a week. And I did.

When I told people about this promise to myself, they were always impressed. Inevitably they would point to something that they had tried to do, like going to the gym every week, that had failed. The thing that no one seemed to understand—the thing that was at the heart of my promise—is that it’s not work when you genuinely want to do something. This was something I craved, not a choice to do something that someone else like a

doctor or a fitness magazine thought I should do but that I didn't really want to do. I was propelled to the beach weekly not out of a sense of duty, but by my own motivation to experience something I desired deep within. I did it not for sculpted arms, or a lower heart rate, or because someone else might think it looked cool. I did it just for me.

Life has a way of training us out of paying attention to the part of ourselves that acts from a place of pure passion. The part of us that likes to play in the storm drain just because it's fun. When we think of how we will spend our days, or pay our bills, we are taught to look toward the practical. What skills can we learn that will be most marketable? What items on our résumé will look impressive? What kind of salary will pay for a house? This is like my friends who complain that they never want to go to the gym. Why? Because the gym sucks, and someone else told them they should go. We think that this is part of what it means to grow up, to be mature. We do what we *should* do instead of what we are called to do, and in the process lose touch with the very core of ourselves.

I didn't become a surfer because I looked around and made a practical choice. I became a surfer by following a passion that was sparked in a storm drain decades ago and followed it where it took me. I reignited the spark even though I had let it burn down long ago, and I rekindled it until the spark became a blazing fire.



# 2

## Failure

### *The Shittiest Part of Finding Success*

“Knowing what you can *not* do is more important than knowing what you can do. In fact, that’s good taste.”

—*Lucille Ball*



As a kid, I loved playing soccer. My parents, busy, self-employed wards of three children, tried to combine activities for us whenever possible to minimize pickups and drop-offs, so they signed up my brother for soccer as well.

My brother Stephen is not exactly what you'd call a natural athlete. He inherited the stocky, Eastern European build of my mom's Jewish roots, and all the crappy genetics that go along with it. If we both ate a salad, he would gain a pound of water weight while I would lose that same amount. His spotty vision required glasses from a young age, which, coupled with his love of Shakespeare, gave birth to his nickname: "The Professor." He had to wear a corset-like brace for years to correct the scoliosis in his back and was best known in social circles for his dead-on impressions of Julia Child, who was also his most frequently chosen costume for Halloween.

My brother hated going to soccer and complained about it endlessly. He was only five at the time, but he pulled out all the stops. He feigned illness, "lost" his cleats before practice, and threw epic temper tantrums. When none of this worked, he pulled out the *pièce de résistance*. In the middle of a game, in the burning heat of the midday LA sun, he lay down in the middle of the field and stopped moving.

In family lore, there is much disagreement about what exactly he said to register his disapproval. The top contenders are "Take me out, Coach!" and "I just can't take it anymore." Regardless, everyone on the sidelines screamed for him to get up. The other players narrowly avoided him as the play swirled around him frantically. But he didn't get up. He remained steadfastly glued to the ground, staring up at the sky, until the coach pulled him out at the first opportunity. That was Stephen's last soccer game.

For me, getting fired was sort of like that.

At the time, I was working as a corporate lawyer. Like Stephen, I didn't like the game I was playing. My office was sandwiched between one lawyer who routinely punched our shared wall when angry, and another who thought it appropriate to take the summer associates to strip clubs. (Our firm represented companies that got sued for doing dumb-ass things like taking summer associates to strip clubs.)

For those of you who have been fortunate enough never to inhabit that world, here's how it works: success is defined by how much time you bill to clients, which is measured in six-minute increments. There is a minimum

number of hours you must bill every year, with substantial bonuses for billing more. What is measured is not quality, efficiency, or even whether you win your cases, just how much time you can put on the clock each day, how many dollars out of clients' pockets. It is deeply inspiring work.

There is something inherently demoralizing about going to work each day knowing no matter how quickly you draft a brief, how efficiently you run a meeting, or how high the quality of your work product, you still need to sit at your desk the whole damn day, measuring your time every six minutes. If you want to know why cat videos were invented, it was for people doing exactly this kind of work.

My boss Kiki was permanently bronzed from frequent visits to a local tanning center, donned impossibly high heels, and had Fergie's "Glamorous" as the ringtone on her cell phone. She billed more hours than the next three partners combined and had clawed her way to the top of the legal world from a poor, working-class upbringing where little was expected of her. I might have admired her for it, if she wasn't also a complete asshole.

One day, I was sitting at my desk nursing a mug of tea and billing my fourth increment of six minutes to a client when my phone rang. Kiki wanted me to research an urgent legal question. I opened the research program on my computer and began scanning for relevant cases.

My phone rang again a minute later. "Have you found an answer yet?" Kiki asked.

"No," I answered.

"Well," she huffed, "that's disappointing." With that, she hung up.

I turned back to my browser and tried not to feel rattled. Another minute later, my phone rang again.

"Do you have it?" she asked.

"No," I replied.

"Did you go to law school?" she cried. Click.

I began to sweat, knowing another call would be on its way shortly, and I had barely even signed into the research program.

My phone rang again. "So?" she asked.

"I'm sorry—not yet," I replied.

We continued this charade for 20 minutes.

Eventually, I told Kiki that her calls on the minute were preventing me from finding the answer she was so desperately seeking. She made a sound

like a dying cat on the other end of the receiver, and then hung up on me again. I wasn't sure how to interpret that strangled feline noise, but pressed on. She stopped calling.

She didn't even use the research until about a week later, at which point I had already been terminated. Not for this transgression, but for generally not giving a fuck.

To be fair to my former employer, if you have a player who doesn't want to play the game, you should kick them off the team. I am not even sure that I made the same overtures my brother had made at soccer. I showed up to my legal career by lying down on the field. I didn't want to cater to the whims of partners at all hours of the day and night, so I didn't. I didn't want to bill the maximum number of hours each year in six-minute increments, so I left my desk the second I hit my hours quota each week. I was the last one to volunteer to stay late, or work weekends, or take any interest in anything beyond the bare minimum possible to skate by. It turns out companies don't want to pay you a lot of money to do that. And, frankly, they shouldn't.

My secretary, Maria, 20 years my senior, offered to take me out right after they terminated me. She bought me a fancy hot dog with spicy mustard on top and tried to give me a pep talk. "One day you'll look back on this moment as the best thing that ever happened to you," she said.

I was fighting an oncoming migraine and trying to appear as though I was not moments away from erupting into tears. "I hope you're right," I said, stuffing an oversized bite of hot dog into my quivering mouth.

I had never been fired from anything in my life, and even though I hated my job with the burning rage of a thousand hells, it felt like being dumped by a girlfriend I didn't even like. Which is to say, pathetic.

I felt ravaged inside, not because I had failed at being a lawyer but because I had failed at something much more significant. I was living a life not of my own making, and not even trying to play a game I didn't care about.

I had picked a law school because it was pass/fail, so I could do as little as possible to get my degree. I spent most of law school not even showing up to classes, and instead getting really good at yoga and perfecting my bagel recipe. I convinced friends to tutor me right before finals, which was often the only time I set foot in the classroom all semester.