

Hudson Grocery Cooperative
Board Meeting Minutes
September 13, 2016
701 Second Street, Hudson, WI

Board Learning Session 6:00 - 6:30

Discuss the upcoming Board transitions and general planning timeline

1. Call to Order: 6:28 pm
 - a. Directors Present: Kirkpatrick, Atkins, Bradham, Peters, Zempel, Meurett, Nelson-Heil

2. Approval of Minutes
Motion to approve, Nelson-Heil; Meurett second

3. Approval of Agenda
Motion to approve, Zempel; Bradham second; added 6f Board directors search

4. Owner forum. Opportunity for Owners to make the Board aware of topics/issues/opportunities.
None

5. Board Reports
 - a. President's Report
HSO article generated 5 new owners
 - b. Vice President's Report
Project Plan
 1. *Document procedure for becoming an owner? It is written, just needs to be added to Gdrive per Atkins.*
 2. *House Parties - Is there still interest? Review process for house parties. House party manual in marketing folder. Nelson-Heil & Kirkpatrick volunteered to host a party. Marketing will add topic to a future meeting agenda.*
 - c. Treasurer's Report
Apprx. \$11,500 balance at month end; \$294 Chamber of Commerce
 - d. Secretary's Report
None
 - e. Other Director's Report
None

6. Old Business
 - a. Board education - DK

CBL 101, Sept 24 Conference Table of Contents -- Zempel, Meurett, Nelson-Heil, Peters attending

- b. Use of Google Doc calendar DK
Need to send calendar request to Hudsongrocerycoop@gmail.com to be given permission to view calendar. Document with steps provided.
- c. Chamber member directory/meetings CZ
Chamber of Commerce has gone to an online system. Zempel has password to access site. Marketing will be primary contact for content. Zempel going to Chamber 101 and will bring back information to board. Atkins remains billing contact. Zempel will add Meurett, Nelson-Heil, Peters to Chamber emails.
- d. Annual Meeting update DK
Nov. 15 Phipps Center, 6 pm social, 6:45 pm meeting; Send photos to Kirkpatrick for inclusion in slide show; Volunteers will need to be identified; Postcard notification of meeting to owners will be handled by Steering Committee; New directors will be elected at meeting; Annual reports from all of the committees. Combination annual and new member meeting. OVC will handle the logistics of the meeting and Marketing will handle communication of the event. FAQ.
- e. Board/committee goal and budget development timelines DK
Motion that committees create workable budget and goals to get us through June 2017. Committees will bring annual goals and budget requests to the Board of Directors meeting in October. Atkins motion to approve; Nelson-Heil second. Steering Committee will need to revisit changes to charters in April 2017 to reflect long-term changes to put into effect by July 1. Atkins motion to approve changes in language; Nelson-Heil second.
- f. Board directors search
New directors search following similar path as last year - Beet, email blasts, information sessions at library, and HSO article. Steering Committee will handle ballot initiatives. Discussion regarding one year term remaining from Onken's resignation & will be deferred to Steering Committee.

7. Committee Reports

- a. Fundraising & Finance - currently non-standing
- b. Ownership & Volunteers
408 Colleen O'Brien and Jon Berglund; 409 Deb and Jan Beaudway; 410 Rebecca A. Erickson; 411 Hilda and David Miller; 412 Stephanie and Eric Moe; 413 Maverick Deschamp; 414 Lee and Brooke Haakenson; 415 Colise West-Hill; 416 Ann Davey; 417 Heather and Joe Madigan; 418 Sheri Marnell; 419 Kathleen Ferguson Quinn
Owner audit $\frac{1}{3}$ complete; ownership reconciled; accounting software still needs to be reconciled against owner database; Owner database will be exported monthly to Gdrive.
- c. Marketing & Communications

Beet schedule -- articles, interviews, news, and recipes will be due the Monday following the monthly Board meeting to Bradham (retaining after leaving board). Bradham will send to Marketing Committee members for editing by the next Friday following the Board meeting. Bradham will distribute by the end of that month/beginning of next month.

- *Ciranda Garden Fair, Sept. 17, 9 am - 1 pm*
- *Spirit of the St. Croix Festival, Sept. 24 (10 am - 5 pm) & Sept. 25 (10 am - 4 pm)*

d. Steering

Board member succession planning (posting minutes and documentation on Gdrive); Strengths Finder or Meyers-Briggs; Board business via email (should not replace Board meetings) i.e. approve new owners. Multiple adult owners in the same household is acceptable per state law. One voting ballot per household unless they have multiple owners. Stock surrender price process still being researched. Atkins will contact CPA for further clarification

e. Vendor Relations - Currently non-standing

8. New Business

a.

b.

Move to closed session

per paragraph 30 (c) of HGC Bylaws in order to discuss confidential matters such as: labor relations or personnel issues; negotiation of a contract; discussion of strategic goals or business plans, the disclosure of which would adversely impact the Cooperative's position in the marketplace; and/or discussion of a matter that may, by law, be considered confidential.

Reconvene to open session

9. Other Business

a.

b. Next meeting Tuesday, October 11, 2016

10. Adjournment

Motion to adjourn; Atkins; Nelson-Heil second motion