

**Hudson Grocery Cooperative
Board Meeting Minutes
August 11, 2015
701 Second Street, Hudson, WI**

Directors present: Sarah Atkins, Jacki Bradham, Don Kirkpatrick, Marina Onken and Kathy Tobias

Directors absent: David Larson

1. Call to Order

President Kirkpatrick called the meeting to order at 7:00 p.m.

2. Approval of Minutes

Motion by Onken to approve the board meeting minutes with corrections. Second by Atkins. Motion carried unanimously.

3. Approval Agenda

No additions

4. Owner Forum

None

5. Board Reports

A. President's Report

Kirkpatrick noted that meeting with Croix Valley Chiropractic and BNI Groups were good opportunities to share info about HGC.

Kirkpatrick proposed purchasing some flash drives to put the HGC presentation and supporting documents on.

It was agreed that Tuesdays and Wednesday would work best for HGC retreats. There is a CBL 101 training session coming up on September 19th in Minneapolis. Please let Kirkpatrick know if you can attend. There is also a Small But Strong training session on November 7th and the Up and Coming Conference in Bloomington, Indiana is Mach 10-12. Please let Kirkpatrick know if you can attend either of these.

B. Vice President

Tobias noted that Debbie Suassuna from G2G will be here on August 24th at 7:30a.m. to meet with the board before beginning her work on the Market Study.

C. Treasurer

Atkins noted a she will check with the CPA on the establish HGCs equity estimate for purposes of setting an amount for a refunds.

D. Secretary - None

E. Other Director's Report - None

6. Old Business

A. Docs, Website & Communications

Kirkpatrick has been organizing the permissions on the docs and folders the Google drive.

After meeting with the board, Christi Cardenas of the Web Peeps is working on revisions to the website.

B. Project Management Software

Onken noted that that the Marketing Committee will be working with the Trello project management software to test how it works. After testing the committee will test Asana software and/or other software and then make a recommendation to the board.

C. Stock buyback/reimbursement

Kirkpatrick will go forward with a form letter for reimbursements to owner who have died or moved out of the area.

Atkins noted that in the past, vacant owner numbers have been reassigned. This is not an issue, other than keeping track of the number's history.

D. Steering Committee recommendations to Charters and Articles

The Steering Committee recommended changing the verbiage of the five committee Charters to read:

"Goals will be set in order to specify the principal work to e focused upon for the upcoming year. Goal and budget setting meetings will occur in January. Annual goals are included in Appendix B."

Motion by Kirkpatrick to approve steering committees recommended verbiage change to the Charters. Second by Atkins. Motion carried unanimously.

It was noted that any resolution to amend the articles of incorporation needs to be approved by 2/3 of the votes cast at member-owner meeting (like the annual meeting) and that a statement of the nature of the amendment needs to be contained in the notice of the meeting. The Board determined that Article III of the Articles (Principal Place of Business and Address) needs to be amended, as 1028 6th St in Hudson is no longer applicable. Sarah Atkins, whose offices are located at 701 2nd St, has agreed to allow the co-op to use this address as the registered address of the co-op until such time as a store has its own location.

7. Committee Reports

A. Fundraising & Finance – None

B. Ownership & Volunteer

Fourteen new HGC ownership applications were presented to the Board.

260 - Cheryl Bell

325 - John Huber

326 - Joyce & Tim Hall

327 - Laurie Bergren

328 - Anne & Holden Xavier

329 - Aethan Hart

330 - Jill Ewald-Schoen & Gerry Schoen
331 - Jeramy & Jen Page
332 - Barb Wasson
333 - Katie Nelson-Heil
334 - Lynn Colburn & David Hohler
335 - Teresa & Eric J. Wenz
336 - Nancy Stewart
337 - Daryl Cooper

*Motion by Tobias to approve 14 new HGC ownership applications. Second by Bradham.
Motion carried unanimously.*

Volunteers are needed for the Pepper Fest Parade. Atkins will distribute an email request for volunteers.

C. Marketing & Communications

The Red, White & Blue Owner Drive at Postmark had a good turnout.

The Pepper Fest Parade is on August 15. Volunteers will join the RiverFest float and will be handing out HGC flyers.

The Spirit of the St. Croix Art Festival is on September 26 & 27 and HGC will have a booth with a children's art activity of veggie painting. The registration fee is \$250.

The Committee is planning on an ad in the Hudson High School football program again this year. The Hudson Chamber offers ads in their directory for \$179.

The next Owner Drive is set for September 29th with a possible location of Mama Maria's in North Hudson.

The Committee is exploring a new event that feature CSAs and local food producers this winter. Atkins and Tobias noted that through their financial planners they each have \$250 that could be used towards this event. It was recommended that it could be a community event and ask attendees to bring-a-can for the food shelf.

D. Steering

Kirkpatrick noted that committee has set dates for the HGC board candidate's orientation sessions on Thursday evenings September 3rd to October 8th.

Director Larson will not be running for reelection.

E. Vendor Relations – None

8. New Business

Upcoming events:

A. Spirit of the St. Croix Art Festival

Motion by Onken to approve to approve \$250 registration fee for the Spirit of the St. Croix Art Festival. Second by Atkins. Motion carried unanimously.

B. Hudson High School football Bench Warmers Ad

Motion by Atkins to approve \$150 for the Hudson High School football program Ad. Second by Tobias. Motion carried unanimously.

C. Hudson Chamber Directory Ad

Motion by Atkins to approve \$179 for the Hudson Chamber directory Ad. Second by Tobias.

Discussion: The Chamber ad seems cost prohibitive for the amount of exposure. As a Chamber member HGC should take advantage of the free promotion the chamber offers, such as business-to-business notices and articles in the Chamber's newsletter.

Atkins withdrew her motion

D. Annual Meeting

Last year's annual Meeting was on November 11th. The Ownership & Volunteer Committee organizes this event and a report on the Market Study will be presented to the ownership.

Kirkpatrick requested that names of committee members should be submitted to him for recognition at the Annual Meeting.

Closed Session - None

9. Other Business

A. Next board meeting: Tuesday, September 8 with 6:00 p.m. pre-meeting discussion and 6:30 p.m. meeting.

10. Adjournment

Motion by Atkins to adjourn at 8:20 p.m. Second by Tobias. Motion carried unanimously.

Minutes submitted by
Jacki Bradham
Secretary, Hudson Grocery Cooperative