



## Board Meeting Minutes

Tuesday, June 13, 2023 @ 6:00 in person / zoom

Next owner meeting Tues, July 11, @ 6:00

Next regular board meeting Wed, July 12, 2023 @ 6:00

1. **Call to Order** 6:15  
Present in person: Sarah, Buck, Erica, Paul, Joe, Emma, Erik, Hannah  
present on zoom:
2. **Consent Agenda (financial report & last month's minutes)**  
all approved
3. **Owner forum** - Opportunity for Owners to make the Board aware of topics/issues/opportunities. 3 minute limit per speaker. Unlimited emails may be sent to the Board at [hudsongrocerycoop@gmail.com](mailto:HUDSONGROCERYCOOP@GMAIL.COM).
4. **Board Reports**
  - a. **President's Report**
    - i. WE meeting - good discussion with them & where they are in their process. We are a little ahead of them on fairly parallel timelines so we may be able to share some valuable information we learn as we go.
    - ii. FCI call - spoke to JQ, Joe & Sarah will present at FCI about overcoming stagnation. Sep 14-15. We can apply for a couple scholarships to send more board members for free.
      1. We should try to get business cards printed up to pass out - since it's a local event
      - 2.
  - b. **Vice President's Report** - Erik
    - i. see marketing update
  - c. **Treasurer's Report**
    - i. New owner approval: # 936-941  
*Buck moved to approve / Hannah seconded / all approved*
    - ii. Regarding our Venmo account, Sarah noted that there were two transactions (deposits in Venmo) in 2022 that were overlooked. One was for a coffee donation (Sadie Prise 3/1/2022) and another donation toward the fall owner drive "Blast to August" (Joe Rouleu 8/2/2022). These have been entered into our books with entry date of May 1, 2023 and the Venmo account has been balanced.
    - iii. Venmo requires a human being to be the account contact for its transactions. Similar to Paypal. For Venmo, this is Sarah Atkins. For Paypal, it is still Suzanne Hambleton (from opening the PP account in 2012). Both of these need to

eventually change to being someone more logical. Sarah recommends this gets taken up during the initial phases of the Capital Campaign.

#### **d. Secretary's Report**

- i. Gathering video content for video to go along with cap campaign launch. 3-4 minute video will focus on
  1. Who we are & where we are in the process
  2. Importance of a co-op in the community - to the people for food access, and to vendors/farmers.
  3. Call to action - recruit volunteers for committees and donations to cap campaign.
  4. 1st shoot - with board members on camera - (Joe, Buck, Sarah, Erica?)
  5. 2nd shoot - some vendors/farmers - Brueske, Rising Sun Farm? Angelique ferments? Sacred Blossom Tea
  6. 3rd shoot - community impact (Sarah Buch - alder person for district 5) was mentioned, & Liz Malanaphy (did run for mayor))
  7. I should consult with the consultant on messaging after they are hired (not for a couple months)

#### **e. Other Director's Reports**

### **5. Old Business**

- a. Presented statement of support for city to allow liquor sales in grocery stores. Report?
  - i. Erica presented in support of the new laws. The liquor stores encouraged us to apply regardless of Festival Foods maybe opening & getting a license.
  - ii. We had to fill in an address that doesn't exist for the application.
- b. Reminder that regular board meeting for July pushed to July 12 since special owner meeting falls on our regular date.

### **6. Committee Reports**

#### **a. Ownership & Volunteers – Erica**

- i. Looking for new volunteers. Meeting 3rd Tuesdays at 6:00.

#### **b. Marketing & Communications –**

- i. Hudson Pride Fest - Joe can volunteer 11-1, Buck volunteering 3-4pm. Need 1 or 2 more.
- ii. Need additional brochures for July 11 meeting.
- iii. Jacki suggested editing the brochure before/ to go with launch of capital campaign. Better verbiage about capital campaign - no longer "future support" but becoming a current needs. Jacki can print some in a pinch on her home computer but a professional printer would be much nicer.
  1. Add QR code to brochure somewhere - goes to landing page (linktree/evergreen, etc.)
  2. Asabet co-op in Orange group had a great flier we can pull some verbiage from.
- iv. Marketing to create a nice looking graphic for timeline (in May 2023 folder) for public viewing. Should be ready by the time we launch a capital campaign - October?

**c. Steering - Paul/ Buck**

**i. Capital campaign**

1. Interviewing consultants this & next week. 3 or so being interviewed.
2. Looking at some new site locations

*Buck moved that we hold a special meeting of the owners at 6:00 on July 11 for the purpose of adopting restated articles of incorporation to be held at the Hudson Marina. Paul seconded / unanimously approved.*

*Buck moved that we authorize non-present/absentee ballots that can be submitted to us by hand, by US mail, or by email attachment of a scan or photo. Must be received by the start of the meeting. Sarah seconded the motion / unanimously approved.*

*Buck moved that we recommend to owners that we adopt restated articles to replace original articles of incorporation. Joe seconded / unanimously approved.*

**ii. Any other details to discuss regarding the July 11th special meeting? (steering)**

1. Zoom link?
2. Volunteers?
3. Electronic votes - discussed how to legally vote per our bylaws and Wisconsin law. They are slightly conflicting. Language around electronic votes or votes "received by other means" seems slightly open to interpretation. Each ballot will have the owner's member number and name on the ballot so there is really no chance for fraudulent votes after we authenticate votes. So we will be interpreting the law as allowing absentee votes by email in addition to in person votes and mail in.

**iii. Paul/Buck to reach out to Kerry Reis & Paul Bourget about potentially volunteering in steering committee. Now is the time to engage in meaningful connections with committed experts**

**iv. Finance/ Legal subcommittee**

1. Erica has a friend who can help with finance volunteer (she gets 20 hours of paid volunteer time from her job)

**d. Vendor Relations – Paul**

- i. Beginning to collect tax ID numbers from market days vendors - starting to run meetings this month.
- ii. Vendor committee needing to begin gathering sales tax ID from market days vendors so we can file all our sales tax with the state

**7. Old Business**

- a. Presented statement of support for city to allow liquor sales in grocery stores. Report?
- b. Reminder that regular board meeting for July pushed to July 12 since special owner meeting falls on our regular date.

**8. Current / Ongoing Business**

- a. Orange Group Monthly (FCI) - First Thursdays 11am cst. Who attended and what did we learn?
  - i. Erica sent a recap - JQ presented about fundraising.

- b. Board commitment to capital campaign - everybody bring cash for anonymous cash contribution.
- c. Committee functions and capacity (what are specific needs given what is coming?)

## 9. New Business / Issues

- a. Discuss potential Cap Campaign kick off event ~Oct 1. Do we have capacity to manage and also dependent on progress by July. Otherwise just focus on Owner Meeting in November.
  - i. Resolve July meeting
- b. Vote to modify previously adopted vision & mission statements:
  - i. Vision Statement: "Hudson Grocery Cooperative is a dynamic grocery store offering products you can trust where everyone is welcome and shopping is fun."
  - ii. Mission: "Hudson Grocery Cooperative will be a community-owned grocery store that offers diverse food and product choices including organic, sustainable and regionally sourced options for **the St Croix Valley.**" OR
  - iii. Mission: "Hudson Grocery Cooperative will be a community-owned grocery store that offers diverse food and product choices including organic, sustainable and regionally sourced options **to best support our local economy and individuals.**
  - iv. Move to July meeting
- c. Discuss new building site options
  - i. In theory Debbie doesn't need to be here to study alt location options as she was here recently. We can try to push back her rate on discussing new options.
- d. Future Business:
  - i. HGC Landing page on Instagram, to show a menu of items and event links vs having our website or custom link (IG is limited to one link).
    - 1. linktree or otherwise?
  - ii. Add a capital campaign category to agendas
  - iii.

**10. Adjournment: 8:15 Sarah moved to adjourn, Buck seconded / all approved**