

**Hudson Grocery Cooperative
Board Meeting Minutes
July 14, 2015
701 Second Street, Hudson, WI**

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

1. Call to Order

President Kirkpatrick called the meeting to order at 6:30 p.m.

2. Approval of Minutes

Motion by Tobias to approve the board meeting minutes. Second by Onken. Motion carried unanimously.

3. Approval Agenda

No additions

4. Owner Forum

Suggestion: put a notice of the board meeting open forums in the Beet, so owners are aware of it.

5. Board Reports

A. President's Report

Kirkpatrick noted that his presentation at the July 7th North Hudson board meeting was well received. Village President Stan Wekin, an HGC owner, is an advocate of the Co-op. Kirkpatrick also noted that over 10% of HGC are from the North Hudson area.

Megan Laney submitted a letter of resignation due to her busy work and family schedule. The board appreciates all of her input and looks forward to her continued support as an owner and volunteer.

B. Vice President - None

C. Treasurer

Atkins noted a balance of \$12,700 at the end of June. HGC's fiscal year ends in June. Atkins noted she would calculate her reimbursements for copying and postage done on behalf of HGC. Please submit any outstanding expenses for reimbursements to Atkins by the end of August.

D. Secretary - None

E. Other Director's Report - None

6. Old Business

A. Board Education

Upcoming educational opportunities:

CBL 101 is September 19. Kathy, Marina and Don may be able to attend this.

Up and Coming Conference in Bloomington, Indiana is Mach 10-12.

Food Co-op Initiative's website also has many resources which the HGC board could set a training retreat those resources. A weeknight after school begins was suggested.

B. Market Study

A check and the contract for the Market Study was sent to G2G. Kathy noted she will verify that Debbie Suassuna received the funds and will work with the committee to answer Debbie's questions.

Debbie is booked out about 6 weeks so it will be early September before she will be able start our study. The study should then be completed in two to four weeks (sometime in October), which would give the board time to analyze the study before presenting it at the annual owners meeting in November.

It was recommended that the board create a report on the study that delivers a consistent message, and not present the entire study.

C. Email addresses/website/voicemail/Documents

Kirkpatrick met with past president Hambleton and the HGC email address has been switched over to "HGC President", which he will be monitoring. While past emails have been forwarded, there is a backload of email that need to be reviewed. The email address "HGC President" is now associated with the Google Doc files (rather than Hambleton).

The HGC website domain is registered though GoDaddy by early HGC owner Steve Fox it will expire in January 2016.

The website sub-committee has been working with Christi Cardenas of the Web Peeps on the new HGC website. It is nearing completion but the new website needs additional input/critiquing. Bradham will share the website with the marketing committee for their review and input.

Kirkpatrick noted that the voice mail system seems to be working well and he is responding to inquiries as needed.

Kirkpatrick also noted that he has been working on the Google Drive, organizing them and verifying access. Documents should be saved in pdf format when finalized and ready to share on the website.

The board discussed standards for naming HGC files. There is already an existing standard that should be used for naming HGC files that are put on the Google Drive.

Secretary note: The file naming standard is: a description (i.e., HGC Board Minutes); the date with year, month and day (i.e., 2015-07-14); followed by the author's initials (i.e., JLB); this may be followed by additional info such as "draft".

D. Presentation flash drives

Kirkpatrick noted he would like to purchase flash drives to load the HGC presentation and supporting documents onto.

E. Stock reimbursement process

The question of stock reimbursement when an owner dies or leaves needs to be addresses. In the past we have returned a full \$80 to about six past owners. *(Additional discussion under ownership committee below.)*

7. Committee Reports

A. Fundraising & Finance – None

B. Ownership & Volunteer

Five new HGC ownership applications were presented to the Board.

320 - Julie Harper-Wylie

321 - Cayla Holland

322 - Janelle and Phil Dixon

323 - Gail Hoggatt

324 - Heidi Singerhouse

Motion by Tobias to approve 5 new HGC ownership applications. Second by Onken. Motion carried unanimously.

Initial work has begun on a reimbursement policy, however additional work is needed. A written policy is needed to describe the HGC's reimbursement policy, which per HGC bylaws, should be based on HGC's current equity.

HGC volunteers joined the RiverFest float in the 4th of July parade to hand out 600 flyers for the July 28 owner drive.

The Red, White & Blue Owner Drive at Postmark Grille is set for July 28. Atkins, Onken and Tobias plan to attend. Kirkpatrick and/or Atkins will be presenting. It was suggested that the HGC goals and timeline should be printed out at poster size for display at the owner drives and other events.

A screen is needed for the upcoming presentation at Postmark. Onken suggested HGC purchase its own screen for this and future presentation events.

Motion by Atkins to purchase an 80-inch screen for \$105 and reimburse Onken for this purchase. Second by Tobias. Motion carried unanimously.

The Facebook event listing for the Postmark owner drive will be boosted. Board members were encouraged to invite friends to the event. Volunteers will also be distributing door-knockers the event.

The Pepper Fest parade is on August 15. It was recommended that a volunteer request be distributed and then, depending on the number of volunteers available, decide if HGC wants its own float or wants to join the RiverFest Scrapy float again.

D. Steering

Kirkpatrick noted that committees need to review charters and articles. The board voting process has begun for the November elections.

A new chair is needed for the Steering Committee. Meghan Likes is interested in serving on the committee and would need approval to serve as the committee chair as she is not a board member.

E. Vendor Relations - None

8. New Business

A. Change of Registered Agent

HGC will change its Registered Agent to Sarah Atkins. This requires a \$30 fee with the Register of Deeds and a \$10 fee with the state. The HGC president and secretary will need to sign the necessary forms after the annual meeting.

B. HGC support/approval of products or community events

HGC needs to develop a policy for its support or approval of products or community events. HGC should support things that align with its mission and goals. It is feasible that some of HGC owner's activities and events may not align with HGC's mission and it may not be appropriate for HGC to support them. So HGC ownership alone is not the correct criteria for HGC to support products or events. An example is the recent request to include a wild game class by HGC owner Buck Malick in the Beet newsletter. The class notice was included because the subject was appropriate for HGC owners and of interest to Beet readers, and not simply because the class was conducted by an HGC owner.

Until a written policy has been developed, requests for HGC support need to be presented and approved by the HGC board on a case-by-case basis.

Onken noted that HGC needs a clear policy on what HGC should or should not promote. This will become more of a concern once the store is open and/or if HGC sells advertisements. Further this policy may need updating as HGC grows.

C. Project management software

It has been recommended that HGC starts using a project management software, such as Asana, Trello or Basecamp. While the Google Drive has worked for document storage, several of the HGC directors have difficulties using it. Additionally, project management software offers much more than just file storage. It offers file sharing and is used to manage project with tasks, assignments, and tracks work on projects. This also creates an institutional memory that can be reviewed by future board and volunteers for future work and development.

Additional information is needed about which project management software would best fit HGC needs. This issue needs to remain on the agenda as old business.

D. Available equity

Available equity is used to calculate how much is available should the co-op need to payback owners. The equity is estimated based on yearend finances, less any projected expenses. In the event of payback, this amount would be divided by the current number of owners.

Closed Session - None

9. Other Business

A. None

B. Next board meeting: Tuesday, August 11 with 6:00 p.m. pre-meeting discussion and 6:30 p.m. meeting.

10. Adjournment

Motion by Atkins to adjourn at 8:10 p.m. Second by Onken. Motion carried unanimously.

Minutes submitted by
Jacki Bradham
Secretary, Hudson Grocery Cooperative