

**Hudson Grocery Cooperative
Board Meeting Minutes
August 12, 2014
701 Second Street, Hudson, WI**

Directors present: Sarah Atkins, Jacki Bradham, Suzanne Hambleton, and Don Kirkpatrick

Directors absent: David Larson, Dietmar Schlei, and Kathy Tobias

1. Call to Order

President Hambleton called the meeting to order at 7:10 p.m.

2. Approval of Minutes

Motion by Atkins to approve the July 8, 2014 Hudson Grocery Cooperative Board Meeting Minutes with the corrections. Second by Kirkpatrick. Motion carried unanimously.

3. Approval of Agenda

Motion by Atkins to adopt the agenda. Second by Bradham. Motion carried unanimously.

4. Old Business

None.

5. New Business

A. Resignation of Director Kathy Tobias

President Hambleton noted that she received a letter of resignation from director Tobias. The board is very grateful to Kathy for her valuable contributions to HGC. In addition to her service on the board, Kathy was very active on the ownership and volunteer committee, the marketing committee, as well as helping at special events.

Discussion followed about filling this vacancy on the board and it was recommended that it would be best to wait until the November elections to fill her partial term along with the other board vacancies.

Kirkpatrick reviewed the steering committees efforts regarding finding qualified board candidates and concluded that the number of directors isn't as important as having engaged, qualified directors. The board also discussed implementing an exit interview for outgoing directors.

B. Visit from Stuart Reid

Hambleton noted that Stuart Reid of the Food Co-op Initiative, and who has helped numerous co-ops startup, is planning to meet with the HGC board at a future board meeting.

6. Board Reports

A. President's Report

President Hambleton noted that a six-month extension as been granted on the HGC funding grant.

Hambleton announced that the Whole Earth Co-op of River Falls would like to enter into a reciprocity agreement with HGC. The two co-ops will purchase ownership stocks in each other and this would extend owner benefits to owners of both of the co-ops.

Motion by Kirkpatrick to take action on the membership to the River Falls Whole Earth Cooperative. Second by Atkins. Motion carried unanimously.

B. Vice President's Report

VP Schlei was not at the meeting but shared an email regarding his research into liquor license laws and serving alcohol at meetings.

Discussion followed on HGC procedures on how supporting documents, such as Schlei report are officially saved and filed. It was recommended that agendas, minutes and supporting documents for board meetings should be saved on the Google drive and the secretary should also keep digital and hard copies of these documents.

C. Treasurer's Report

Treasurer Atkins noted a balance of \$13,317.08 as of July 31, 2014.

Atkins noted that she is reviewing the HGC accounts and preparing financial information for year-end review by the HGC's accountant Dirk Prindle of CarlsonHighlandas.

D. Secretary's Report

No report was given.

E. Other Director's Report

No report was given.

7. Committee Reports

A. Fundraising and Finance

Treasurer Atkins noted the need for someone with a strong finance background to help set up HGC's finances. Someone with financial management skills, as more than bookkeeping is required for this task. Grant funds are available for the feasibility study but they cannot be used to hire a finance person. It was recommended that HGC should start looking for someone to lead this finance tasks. It was suggested this was something that the board could ask Stuart Reid about.

Atkins noted that she has access \$250 to HGC twice a year to be used towards fundraising events. Possible activities, such as a social event to teach essential skills or informational meetings on health issues or healthy eating were suggested.

B. Ownership and Volunteers

Five new HGC ownership applications were presented to the Board.

- 217 Michael and Laura Bruinooge
- 218 Patricia and Michael Griffith
- 219 Susan, Kendall, Camree, Chloe Tierney
- 220 Susan Shroyer and David Neale
- 221 Dave and Racheal Knoke

Motion by Hambleton to approve five new HGC ownership applications. Second by Kirkpatrick. Motion carried unanimously.

Atkins noted that the HGC booth at the RiverFest went well. In particular, Greg did a great job talking to people about the Co-op.

Discussion followed on the use of owner emails for distribution of HGC news and information. It was concluded that a statement regarding this should be added to the HGC owner's membership application.

C. Marketing and Communication

Volunteers are needed to train as HGC "ambassadors" to make presentations about the HGC to civic clubs and organizations.

It was recommended that the HGC PowerPoint presentation should be customized for the different groups and the different versions of the presentation should be saved to the Google drive. Each version of the presentation should include an introduction page that includes the date and name of the group. The notes on the intro page should include a summary about the presentation such as the number of pages and who the presentation is aimed at.

It was announced that Jill Kivi was able to get HGC a quarter page ad in the Hudson football flyer.

Volunteers are needed for HGC brochure distribution in the downtown Hudson on September 13th. The two places that keep going through brochures are Dick's Bar and Agave Grill.

At least three volunteers for two shifts are needed on September 27th and 28th for the HGC booth at the Spirit of St. Croix Art Festival. It was suggested HGC does a food related activity such as potato prints.

Ramona Robinson is helping on the Marketing Committee and proposed a potluck meal and movie screening.

Hambleton noted that the committee recommended one-on-one meetings where trained volunteer "ambassadors" would make presentations to potential owners. About 10 volunteers are needed to actively market HGC with the possibly two sit down meetings per month that would include interviewing people and asking what people want from the Co-op. The volunteer "ambassadors" would receive training on how to market the Co-op.

D. Steering

Kirkpatrick noted that HGC did not reach its goal of 300 owners, but rather about five members per month. The committee recommended going ahead with the marketing study in hopes that it may drive more new ownerships.

The committee is now working on reviewing the bylaws and will be seeking input from all the board directors.

Discussed board term limits: currently the bylaws and the board policies do not list term limits. It was recommended that no changes be made at this time, as it is currently not an issue of

concern. If needed, there are procedures in place for the removal detrimental of directors from the HGC board.

Additionally the committee is working on a survey for HGC directors to help determine what is needed on the board, and use the information gathered to help recruit new directors.

It was recommended that a press release should be distributed in early September to announce that HGC is seeking board members. This should also be posted on the HDG website, Facebook and the HudsonPatch.

E. Vendor Relations

No report was given.

8. Other Business

A. Open Discussion

Hambleton noted that there is a Co-op training opportunity through the MN Food Cooperative Board on Saturday, October 11th. There is also a Cooperative Board Leadership (CBL) 101 training session on September 27th.

B. Next Meeting

The next board meeting is scheduled for Tuesday, September 9, 2014 at 7:00 p.m.

Adjournment

Motion by Atkins to adjourn the meeting at 9:45 p.m. Second by Kirkpatrick. Motion carried unanimously.

Minutes submitted by
Jacki Bradham
Secretary, Hudson Grocery Cooperative