



September 30, 2021

Dear Prospective Board Member,

Thank you for your interest in becoming a member of the Hudson Grocery Cooperative Board of Directors. This is an exciting opportunity to give back to your community, support your local farmers, and help guide the direction of Hudson's first grocery cooperative!

Attached you will find:

- Information on the Hudson Grocery Cooperative and cooperatives in general
- An overview of the Board of Directors' function, responsibilities and eligibility requirements
- Application / Nomination / Election process information
- A directory of the current Hudson Grocery Cooperative Board of Directors

The vote for new Board members will take place at our cooperative's Annual Owner Meeting on Tuesday, November 16, 2021 via Zoom meeting.

Have questions? Reach out to any one of the directors!

Again, thank you for your interest in fulfilling this exciting and important role for Hudson Grocery Cooperative. Your involvement and support will help this project succeed!

Let's grow a co-op!

Joe Rouleau
Hudson Grocery Cooperative President

Hudson Grocery Cooperative

Mission, Values and Vision

Mission

Hudson Grocery Cooperative will be a locally owned, full-service grocery store that offers diverse food and product choices including organic, sustainable and regionally sourced options for our community.

Values

- Be a resource for practical health and food related education.
- Model honesty, integrity, and respect in the workplace and marketplace.
- Create partnerships with regional farmers and producers.
- Support the local economy.

Vision

To open a vibrant, full-service grocery store offering products you can trust where everyone is welcome, and shopping is fun!

About Cooperatives: A cooperative is an autonomous association of persons united voluntarily to meet their common economic, social, or cultural needs and aspirations through a jointly owned and democratically controlled enterprise. Cooperatives around the world generally operate according to the seven core principles and values shown below. These principles and values were adopted by the International Cooperative Alliance in 1995. The International Cooperative Alliance is a global Ownership association of co-ops and co-op support organizations. Cooperatives trace the roots of these principles to the first modern cooperative founded in Rochdale, England in 1844.

1. Voluntary and Open Ownership

Cooperatives are voluntary organizations, open to all people able to use its services and willing to accept the responsibilities of Ownership, without gender, social, racial, political or religious discrimination.

2. Democratic Owner Control

Cooperatives are democratic organizations controlled by their Owners—those who buy the goods or use the services of the cooperative—who actively participate in setting policies and making decisions.

3. Owners' Economic Participation

Owners contribute equally to, and democratically control, the capital of the cooperative. This benefits Owners in proportion to the business they conduct with the cooperative rather than on the capital invested.

4. Autonomy and Independence

Cooperatives are autonomous, self-help organizations controlled by their Owners. If the co-op enters into agreements with other organizations or raises capital from external sources, it is done so based on terms that ensure democratic control by the Owners and maintains the cooperative's autonomy.

5. Education, Training and Information

Cooperatives provide education and training for Owners, elected representatives, managers and employees so they can contribute effectively to the development of their cooperative. Owners also inform the general public about the nature and benefits of cooperatives.

6. Cooperation among Cooperatives

Cooperatives serve their Owners most effectively and strengthen the cooperative movement by working together through local, national, regional and international structures.

7. Concern for Community

While focusing on Owner needs, cooperatives work for the sustainable development of communities through policies and programs accepted by the Owners.

Board of Directors Function & Responsibilities

Summary:

The Hudson Grocery Cooperative's (HGC) Board of Directors consists of five (5) to nine (9) directors elected by the Ownership who are legally responsible for the overall direction and performance of the Co-op. The Board carries out this responsibility by establishing broad policy guidelines, and by monitoring the General Manager within that framework. It is the General Manager's function to implement the policies established by the board and carry out the day-to-day operations.

Eligibility Requirements

- Must be an owner at the time of application. (*Owners with multiple people in a household or business may designate one person to run for election to the Board of Directors.*)
- Believes in and is committed to the Cooperative Principles and serving the HGC Owners by fulfilling the responsibilities of the Board of Directors as stated below.

Responsibilities of the Board of Directors

1. Create and sustain a meaningful relationship with Owners.
2. Hire, compensate, delegate responsibility to, and hold accountable a General Manager.
3. Assign responsibility in a way that honors our commitment to empowerment and clear distinction of roles.
4. Rigorously monitor operational performance, and Board Performance.
5. Perpetuate the Board's leadership capacity using ongoing education, training and recruitment.
6. Participate in the Director Education Program that will include a few weekend commitments throughout the calendar year.
7. Attend and actively participate in monthly board meetings.
8. Serve and actively participate on at least one committee.
9. Directors should expect to spend an average of 20 to 25 hours per month on board-related activities.

Conflict of Interest Policy

Members of the Board of Directors have an obligation to conduct their duties within guidelines that prohibit actual or potential conflicts of interest. An actual or potential conflict of interest occurs when a board Director is in a position to influence a decision that may result in personal gain for that Director or for that Director's family, friends or business acquaintances as a result of the Co-op's business dealings. When a Director is personally interested in a contract or transaction in which the co-op is a party, that board member must disclose the existence and nature of such interest to the board for discussion. Directors should abstain from acting on any matter in which s/he is personally involved. Please contact the President of the Board if you have questions about a potential conflict of interest or this policy.

Election and Terms of Office

- Directors are elected by ballot to staggered terms of 3-years each. Occasionally there are circumstances in which Directors are elected to shorter terms so as to maintain an equal number of Director seats being open for election each year. Elected candidates fill Director seats based on the number of votes received, with the candidates receiving their greatest number of votes seated for the longest open term.
- Up to two Alternate Directors can be appointed for a one-year term. Alternate Director seats are awarded to the top two vote recipients who are not elected as Directors at the annual meeting. Alternate Directors have the same powers and responsibilities as elected Directors, except they do not have the authority to vote or hold executive office.
- There are no term limits.

2020-2021 Board of Directors

Name	Position	Email
Joe Rouleau	President	joe@rouleau.com
Matt Dobberstein	Vice President	msdobber@gmail.com
Sarah Atkins	Treasurer	sarah.atkins123@outlook.com
Buck Malick	Secretary	cmalick2@gmail.com
Joan Schoenoff	Director	joanschoenoff@kw.com
Erik Bjoraker	Director	erikbjoraker@gmail.com