Board members in attendance: Veronica, Vince, Shellbelle, Karen, Rachel, Debbie, Alyssa

Others in attendance: Sara, Paula

Note taker: Rachel

Facilitator: Veronica

Time keeper: Shellbelle

Minutes

* Check ins + preferred pronouns + firestarter (5 minutes)
* Review facilitation style + hand signals (5 minutes)
* WC updates
  + Store Report (5 minutes)
  + Inventory Coordinator: Sara Schueneman started working December 2. Now in her 2nd full week at the Co-op and she is placing orders and doing a great job. She will continue to train with Shelly in the next weeks. Sara has great customer service skills we are happy to have her at the Co-op.
    - Sara: Learning how to place orders, everybody is really understanding and welcoming.
  + Robbery and attempted robbery: It is very sad to report the robbery that took place on December 6. Resse and Joelle were held up at gunpoint close to closing time on the 6th. Other people were in the building at the time. We lost about $340.00. The safety of the people in the Co-op is the most important! We do not have an image of the perpetrator to share with our staff and volunteers. At this time we only have a description. On Monday December, 17 the same woman came back. She was in the basement for 25 minutes before approaching the two cashiers. This time without a gun, but verbally VERY threatening. She got away, but this time without money. That evening a Healing Circle was held for those involved or anyone with interest in the emotional condition of those involved. We all felt it was helpful. The space and time and talent from the leaders was all donated. We will be offering payment or gift certificates as a token of our appreciation.
* Debbie: Are volunteers trained how to respond if there’s a robbery?
* Paula: Not sure, but Ousia probably tells the volunteers just to give them the money.
* Karen: Ousia is planning safety trainings in the new year, is looking for expertise.
* Vince: Might be good to ask police for their guidance.
  + Register Donations: November and December Round Up at the register benefits the Wednesday Community Lunch program and Food Pantry at All Peoples Church. Angelic Bakehouse, one of our vendors, has offered to donate up to 300 items to their program. I connected them to the Riverwest Food Pantry as well. In January we will a begin the Round Up to benefit Fondy Market.
  + Inventory: Year-end inventory is scheduled for Sunday, January 6, 2019. Anyone interested in volunteering for this important inventory can contact Ousia at rwcoopvolunteer@gmail.com
  + Peer Audit: The audit with Mary Vollmer is planned for some time in January. Her initial consultation with us will be at no charge, but after we decide what areas to analyze her fee is $30.00 per hour. CDS has offered to do a peer audit, we need to decide if these sources will overlap.
  + Store Help: Wendy M. will continue working at the Co-op until we have completed the inventory. Resse is back to working her regular hours.
  + Café (5 minutes)

Winter Hours - Two weeks down, so far so good. We haven’t received any complaints about the new cafe hours from guests, everyone has been totally understanding. Cafe staff has adjusted fine as well. We have had several nights around 6p - 7p where the cafe has gotten a rush, all guests were taken care with no problem, even the few who have arrived a few minutes past grill shutoff. Due to the winter hours, Seb has taken over the cafe scheduling, and was able to revise it & knock about 15 labor hours off every week. For a comparison we normally have 38 - 40 labor hours for Friday, the past two weeks have been 30.5 & 29.5. We have been able to prep earlier in the day and serve guests faster & more efficiently. With less labor time spent we have been able to assign Scott deep cleaning shifts throughout the week, which has helped a lot with the overall cleanliness of the cafe.   
Waste - a big area of focus for us lately, as business has slowed down we have had to cut several recipes in half, in order to prevent waste. Our big losses currently are Brown Rice & Black Beans. Staff has been spoken to about reducing prep sizes as well as being more aware of expiring product. I plan on having another cafe meeting to discuss different ways we could help staff prevent waste.   
General - Cafe staffing as of recent hasn’t been bad, we’ve been able to keep all our shifts filled and Seb has done a great job with the schedule. Now that things are much less chaotic than in the summertime, we have time to focus on the areas that we need to improve in. We also plan on incorporating daily specials for the week and other deals to draw customer attention. Overall things are looking up.   
  
I will be closing the cafe tonight so I will be unable to attend the board meeting, please feel free to contact me with any questions, thanks guys.

* Alyssa: Some people were talking about how there was a rush to get the schedule done before Seb left.
* Veronica: Is this a conversation we should not go too far down since Victor/Seb aren’t here?
* Debbie: Unrest in the café about new winter hours. Felt that there was not good communication between the board and the WC. Tried to clarify that this was not the board’s decision to change the hours.
* Karen: How can we make sure the staff is getting the message across?
* Rachel: We don’t have a system in place for checking in that managers follow through with these tasks.
* Paula: We don’t know how it’s done unless we’re at the meeting with the staff. Maybe with something this big we should have.
* Vince: It’s not good that the workers are upset at the board for not communicating about the hours when it was not our decision. This means the managers are not communicating well with the workers.
* Veronica: Doesn’t want to spend too much time on gossip since it was not our role to communicate this message to the workers. It was a WC decision.
* Debbie: If staff members have a misunderstanding of what the board’s role is. It is important to be mindful of so we can create better relationships with the staff.
* Rachel: As HR, would like to attend a café staff meeting to try and resolve some misunderstandings.
* Veronica: Café will hold a staff meeting next week after Christmas.
  + Volunteer Coordinator (5 minutes) **Volunteer Coordinator Report 12/18/18**

-General coverage: Volunteer coverage is a little slimmer now that the Fall service learners are done. I have been orienting 1-2 new volunteers every week, and there are a number of newish volunteers who I think are integrating well into our store and cafe. I recently made a connection with somebody from the Quaker house, and we will be working together to bring in some teen volunteers on Sundays during Quaker meeting time, which should be fun.

-Cafe: I am working with Sebasteon to ensure coverage in the cafe, and helping out more while he is on vacation.

-Inventory: Inventory night coming up Sunday January 5th, 4pm and on.

-Safety: After the two recent robberies, I have reached out to all the volunteers involved to check up on them. It's hard to know now how those experiences will affect folks long-term, so I hope to keep up with those people more carefully in the coming weeks, and to revisit safety procedures with all volunteers, especially those who work the register. Some of us organized a healing circle last night at the pink house, facilitated by a trauma-specialist; I think it was impactful and meaningful to all who attended. Additionally, I will be planning a safety training in the new year, and am open to suggestions for that (please reach out to me if you have ideas or expertise to offer). I am also focusing efforts on ensuring volunteer coverage in the store at night.

* Committee updates
  + Finance (5 minutes)

I've attached the most recent numbers. The cafe lost money again, while the store made a bit of a profit. The finance committee met on Sunday and discussed how to handle accountability related to the budget. We think that the first step is to have a standardized report which will be presented at the the monthly Finance Committee meeting, then reported to the Board. If there are issues, then the Board can discuss at the meeting. I am still willing to look at numbers as well as scheduling with the WC and specifically the cafe managers. Below are the areas we would like to see in the monthly report. It is still open to discussion, but these are the basic things that need to be reported on. Veronica has been working on a template for monthly reports to the Board, it can be the same report if all information is included. We get the numbers about 2 weeks after the month is over so this would be a more real time report and would allow for quicker adjustments if needed. I can help create an Excel document to track these things: Sales Numbers, Costs of goods, Changes in cost of goods, Scheduling and Payroll Costs, Events/Creative projects/Ideas for the future(if applicable

* Vince: After all liabilities $166,390 in the bank. We’re down a little bit, losing money. Would like better numbers with regards to labor than just general labor hours. Asked the café to have labor costs at no higher than 40%, averaging 52% for the year. If they had met the budgeted projections for labor cost, we’d be breaking even, but they are 10% over. Net operating income -$18,394 for January to November.
* Alyssa: We should get metrics for day-to-day sales to make better decisions about the schedule—busier days, higher volumes.
* Debbie: The hours weren’t cut in the café until December (closing early).
* Rachel: Collin will conduct a budget training, so this is something we shouldn’t go over now but can address later once managers are trained and have a plan underway.
  + Building Maintenance (5 minutes)
* Vince: Short circuit plug in freezers was resolved.
  + Communications (10 minutes)

1. Lauren sent out lovely newsletter presented in easier to view format.

2. Still trying figure a good way to get more email addresses. We need to brainstorm ways to do this since some members have complained about not receiving messages. Could post on board board.

3. In the process of various things

4. We need to touch base soon

5. Karen still needs to write up a description the duties the CommCom chair is responsible for and can also delegate.

* Karen: Sent out email about the announcement for the change in membership cost.
* Veronica: Point of information – we decided that our official means of communication with membership would be email, website, and in the store.
* Rachel: Do we need to get people’s email addresses in order to spread the message of the lifetime membership change?
* Debbie: More nonmembers need to get this message since any existing or former members are already locked in.
* Karen: Trying to figure out where to put this. Doesn’t want people to be upset that they didn’t know.
* Rachel: We are doing what is possible with a volunteer force. If people don’t find out, we will have to brainstorm from there but can’t act out of fear of people reacting negatively.
* Karen: New website won’t be up until early January.
* Rachel: We don’t have anyone managing the old site?
* Veronica: Karen, can you follow up with Resse to make sure that this is on the old website?
* Karen: It is difficult for her to fit in website updates since she was spending so much time in the store.
* Alyssa: Important to get the website up and then make modifications from there.
* Rachel: Resse has only been putting the minutes on the new website, not the old one. This means people don’t have access to the minutes beyond the physical copies in the stores.
* Karen: How will the membership know what our three methods of communication are?
* Veronica: Unless someone is willing to volunteer to get out the information, we will simply communicate via these methods.
* Vince: We could post something near the core principles in the store for “How to get information about the co-op”.
  + HR Committee (5 minutes)
* Rachel: Met with Paula and Ousia to go over current WC manager operations. Will hold orientation with Sara on Sunday. Almost ready to complete Paula’s review and start the process for Ousia’s review. A lot of delay with trying to hire new managers. Will be talking with café co-managers in January.
  + Membership (5 minutes)
* Karen: Made the sign about the increase in lifetime membership fee. Would be interested in having more volunteer help.
  + Volunteer Liaisons (5 minutes)
* Alyssa: Ran out of hoagies today again. Good problem-solving with putting up a sign and offered alternative options. Suggested some back-up plans for how to better maintain hoagies and have a rotation process.
* Paula: Not enough were ordered.
* Debbie: Took some time off since normal shift got canceled. Started up again Saturday and noticed there were a lot of staff on during that time. Likely because it was difficult to find a consistent volunteer. That might help with the need for extra staff.
  + Bylaws Ad Hoc (5 minutes)
  + The bylaws committee met on December 4th. We will be presenting some changes tonight. We also scheduled a meeting so we can hash out the details of our Bylaws Happy Hour.
  + Bylaws change approval (see attachment)
* Section 4.6: Cleaned up the language and simplified the process. Removed some of the rigidity of the 1/2 hour and 2/3 requirement of the extension request. CONSENSUS by the board to propose this change to the bylaws.
* Section 4.9: CONSENSUS by the board to propose this change to the bylaws.
* Section 5.6: Took out the “vetting and recruiting practices” part. That part would be a better fit for the working document. CONSENSUS by the board to propose this change to the bylaws.
* Section 9.1: How bylaws are passed—changed bylaws changes to a 2/3 majority vote instead of a simple majority. Seems like the bylaws shouldn’t be the easiest thing to change in the bylaws. People who come to the special meetings to change the bylaws will have more focused discussion and engagement.
  + Vince: Likes the idea of having the special bylaws meeting. As far as approval here, could we bring something forward with the board only having 2/3 vote? We have had board members block things in the past.
  + Debbie: The bylaws is an important document that could largely impact the coop, depending on what is put in.
  + CONSENSUS (with Vince abstaining) by the board to propose this change to the bylaws.
  + Sustainability Committee (5 minutes)
  + Exploratory Committee (5 minutes)
* Vince: Jazz Gallery is still open but likely won’t be available for very long. A few other options in mind, will pursue information further and report when have more concrete details. Hostel option is scratched off since they don’t want something like that inside the hostel. Need to decide when we want to bring the membership into these types of conversations once we feel we have a viable option.
* Debbie: There was a split of interest in the exploratory committee between talking about the space in general vs logistics of how to carry out an expansion (e.g. staffing, mission, connection to current co-op, etc.).
* Other
  + Bylaws Membership meeting discussion (10 minutes)
* Veronica: For all bylaws changes, we’ll schedule a separate special meeting after the GMM.
* Debbie: We would schedule this at the GMM. We have to post what it is at least 45 days before a special membership meeting. Won’t discuss it, but will announce it.
* CONSENSUS: Board agrees to call a special membership meeting.
  + Minutes Process (10 minutes) see attachment below – Not covered, will add to next meeting’s agenda.
  + Report Template (5 minutes) see attachment below
* Veronica: For WC managers and committees.
* Debbie: What about different templates for different groups?
* Rachel: I think it would be good for WC managers to come up with their own report templates based on what they measure.
* Debbie: Board can give feedback on what sections they think they are important. Also, add in timeframe to know when things happened.
* Vince: Would get rid of the lines. Move “Events” part above “Updates”. Would like to see budget numbers for the café.
* Debbie: Will be up to the café to come up with what needs to be reported on.
* Rachel: Will decide after meeting with Collin.
* Veronica: Would like to send out a happy holidays email to the membership to check in and provide some updates. Can add in about recent hires, our methods of communication, etc.
* Paula: Would that be the content for the January newsletter?
* Veronica: Yes.
* Vince: Could be published in the Currents.
* Nobody is opposed!
  + Board Resignation process discussion (10 minutes)
* Karen: We have a board member that is not attending meetings and is not resigning.
* Rachel: Can’t we vote them off?
* Veronica: In the bylaws, we can’t vote someone off without calling a special membership meeting. Doesn’t feel comfortable taking the liberty of removing her from the board.
* Rachel: If she doesn’t resign, we should call a special membership meeting and vote her off.
* Debbie: We could take care of it at the GMM. At the bylaws meeting, said they would like to keep the language the same, but update the working document with new rules.
* Veronica: Wouldn’t be opposed to schedule between now and the GMM, but would be difficult to coordinate.
* Paula: Amanda said as long as the meetings are on Thursdays, she can’t come. She seemed to be looking for an alternative date.
* Karen: Is she volunteering? Because that’s another board member requirement.
* Shellbelle: Are all of the board members volunteering as much as is required?
* Rachel: Only volunteer liaisons have specific volunteer requirements since executive board roles have other requirements – serve as secretary, treasurer, etc., and chair a committee.
* Veronica: Thinks it’s a good idea for Alyssa to talk to Amanda to see what’s going on.
* Karen: Should we change the process or the bylaws.
* Debbie: The group decided that this should be the same in the bylaws, but in the working document.
* Vince: We have forms that board members sign. Would be good to add something about attendance in there.
* Rachel: We have language on our Code of Conduct about attendance.
* Veronica: Action item – Alyssa will talk to Amanda and then Veronica will follow up if she doesn’t resign.
  + Storefront table transition (5 minutes) – Did not cover, will add to next agenda.
  + Announcements: (5 minutes)
* GMM scheduled for Sunday, April 7th 2019
* Bylaws Ad Hoc: Wednesday, January 2nd 6pm @ the Public House
* Workers Collective meeting: Every Wednesday 9am @ the Co-Op

Next meeting: **Thursday, January 31st 6:30pm** at the River Revitalization Foundation

Minutes Process:

WC Minutes

-Board receives within 3 days of the WC meeting

Monthly Board Meeting Minutes

Secretary types up minutes within 3 days of the board meeting and sends to the Board dist list, as well as anyone else who attended.

Everyone has 3 days to respond with edits.

Secretary updates minutes and sends out new document with edits implemented.

Normally, at this point the minutes were posted publicly (e.g. website, board board) and WC managers were to share with staff. Do we want to add in another 24 hour period where the board can proofread the edits before distributing elsewhere?

Annual Board Retreat Minutes

Person hired to take minutes sends them to Board and any WC managers in attendance by the agreed-upon date (usually within a week of the retreat)

Everyone has 3 days to respond with edits.

Person hired updates minutes and sends out new document with edits implemented.

Board reviews edits and provides official confirmation or additional edits.

Steps 3 & 4 continue on until all provide final approval.

Board secretary loops in WC managers to review before sending off to staff.

WC confirms that minutes are OK to post publicly, then secretary posts on board board and website.



**Board Meeting Report**

Department/Committee

Contact Name

Preferred Email Contact

Next Committee Meeting Date

Updates: (example: weekly labor, weekly sales, staffing notes, inventory notes, general notes)

Upcoming Events/Happenings

RIVERWEST COOPERATIVE BY-LAWS  
Updated 6/17/15

ARTICLE I: NAME

The name of this association shall be Riverwest Cooperative Grocery & Café (hereafter "the cooperative" or "the coop").

ARTICLE Il: PURPOSE

2.1 The primary mission of the co-op is to operate a financially sound grocery store and café in the Riverwest neighborhood of Milwaukee, Wisconsin. Cooperative philosophy and values are an essential part of our enterprise, therefore, the co-op will operate in a fully democratic manner.

2.2The goals of the co-op will be:

To provide nutritious, wholesome food to the Riverwest community at fair prices (that is, prices that are low as possible without sacrificing the co-op's other goals).

To operate the co-op on a sound financial basis for the long-term benefit of members and the community.\*(not a change: consider financially sound definition language in “board practices”)

To operate the co-op in an open, democratic manner so that all members can participate in decision making.

To reach out and expand services to segments of the community that might not initially be involved in the co-op.

To serve as a model for other community-owned businesses in Riverwest and elsewhere.

ARTICLE III PRINCIPAL OFFICE \*(not a change clarify what the “principal office” is)

The principal office of the co-op shall be located ~~at 733 E Clarke St~~ in the Riverwest neighborhood of Milwaukee, Wisconsin.

ARTICLE IV: MEMBERSHIP AND MEMBERSHIP MEETINGS

4.1 The co-op shall have individual memberships. Any person shall qualify to be a member.

4.2 Anyone may become a member by (a) filing out a membership application approved by the Board of Directors, (b) paying fees required by the co-op's Fair Share structure whereby member contributions establish ownership rights in the co-op, and (c) agreeing to the cooperative's work requirement as set by the Board of Directors and approved by the membership. The total Fair Share amount, an amount to be contributed each year, shall be set from time to time by the Board of Directors and approved by the membership by simple majority.

4.3 All memberships are to be renewed each year, until a lifetime membership is met. A membership is renewed by paying fees under 4.2, and, after ~~they are~~ a lifetime membership is fully paid, by making a purchase once each calendar year and fulfilling the other responsibilities of membership. People who do not renew their membership shall no longer be members of the co-op. At the time membership is terminated, the member may request a refund according to the procedure in 7.9 and 7.10.

4.4 No members may transfer their membership or any rights therefrom.

4.5 The General Membership Meeting will be held annually. At this meeting, open seats on the Board of Directors will be filled by elections and annual reports will be presented. Long term or significant issues of the co-op may be discussed at this meeting. The exact time and place of this meeting will be posted inside the principal office and notice shall be given 14 days prior to the set date. ~~Any proposal to change the by-laws or major existing policy shall be posted at this time.~~ Additional special meetings of the membership may be proposed by the members and approved by the Board of Directors or called ~~through the Board of Directors or~~ by the Board of Directors. Posted notice of these meetings shall be given as above.

~~4.6 Only members may vote at membership meetings. All members shall have one vote. Members must be present to vote. Directors will be elected by a plurality of votes. Unless otherwise specified by these by-laws or otherwise required by law, issues shall be decided as follows: Discussion of an issue agenda item will be limited to 1/2 hour at which time there will be check for consensus. If consensus has not been reached, the discussion period can be extended for another 1/2 hour by a 2/3 majority of members at the meeting. If the motion to extend discussion fails or if after extension consensus is still not reached, a 2/3 vote will be necessary for adoption.~~

4.6 Only members may vote at membership meetings. All members shall have one vote. Members must be present to vote. Directors will be elected by a plurality of votes. Discussion of agenda items will be a limited to a set time. Once that time is met, discussion ends unless, a majority of the membership present requests an extension of time.

4.7 A chairperson and agenda for the General Membership Meeting shall be established in advance by the Board of Directors. The Board secretary, or someone appointed by the chairperson shall record the minutes of the meeting.

4.8 A quorum for a general or special membership meetings shall consist *of* ten percent of the membership, or fifteen members, whichever is less.

4.9 All current members may vote for Directors and on by-law amendments and other questions. Nominations for Directors shall be made no later than 30 days before the scheduled ~~by the fifth day of the month before the~~ membership meeting. No nominations may be made from the floor of the membership meeting. The Board shall provide for the opportunity for both sides of any proposal to be fairly presented to the membership.

4.10 Any member whose activity in the Riverwest Co-op endangers effective operation of the Cooperative, or acts in a way that threatens other peoples' feelings of safety may be expelled by the Board of Directors after written notice of the charges against them. Their equity in the Co-op shall not be refunded

ARTICLE V: DIRECTORS

5.1 The Board of Directors shall be responsible for making policy decisions, long-term planning regarding the co-op's operation, approving the budget for presentation to the membership, and working on committees. The Board shall be composed of nine members. They shall be elected at the annual Membership Meeting to the term of three years, three seats each year.

5.2 The co-op's standing committees shall be: Finance, Human Resources and Workers' Collective. Other committees shall be created by the Board as deemed necessary. All committees shall meet regularly and report to the Board. All directors shall participate in one of the standing or other committees.

5.3 The Board shall meet once each month to review the operations of the store, the functioning of the committees, and to make policy decisions. These meetings will be held at a regular, established time and an agenda will be made available at least 2 days prior to the meeting. Emergency Board meetings may be called whenever two or more Board members deem it to be necessary.

5.4 Any Board member may be removed from office by a 2/3 majority vote of the members present at a general membership meeting, or special membership meeting.

5.5 Any Board member may resign at any time by written notice to this effect. The acceptance of the resignation -effective at such time as specified in the notice --shall not be necessary to make it effective.

5.6 ~~Any vacancies among the Board shall be filled by appointment at the next scheduled Board~~

~~meeting, by consensus of the Board members then in office. If consensus is not reached, a 2/3 majority is required. This appointment shall be in effect until the next regularly scheduled election~~.

5.6 Any vacancies among the Board shall be filled in as timely a manner as possible by appointment through consensus of the Board members then in office. If consensus cannot be reached, a 2/3 majority is required. This appointment shall be in effect, on an interim basis, until the next regularly scheduled election.

ARTICLE VI: OFFICERS

6.1The principle officers shall be president (chair), vice president (vice chair), secretary and treasurer.

6.2 Any officer may be removed from their position by the Board whenever, in its judgment, the best interests of the co-op will be served thereby. Consensus, when possible, will be used for this process. Otherwise, a 2/3 majority will be required.

6.3 All positions shall be elected by the Board

6.4 If the office of president should become vacant, the vice president shall take the presidency. If the office of vice president becomes vacant, the Board shall appoint a vice president.

ARTICLE VII: FINANCES

7.1 The Finance Committee shall monitor and plan the co-op's financial operations, present this information at Board meetings, and make recommendations regarding any action to be taken.

7.2 The co-op shall have a budget. The budget for the coming fiscal year will be constructed by the finance committee and presented to the Board for further deliberations.

7.3 The fiscal year of the co-op shall end December 31.

7.4 The net proceeds of the co-op shall be determined by the Board in accordance with Wis. Statute Section 185.45.

7.5 The Board may credit all or any reserves of the co-op, and may apply all, or any part of the net proceeds to losses incurred in prior years.

7.6 Each member shall pay into the member's Fair Share equity account in yearly increments, or in an initial single payment, in a total amount to be determined by the Board. Any changes shall be presented to the membership for approval by a majority vote of members voting.

7.7 A portion of each yearly payment may be retained by the co-op as a non-refundable administrative fee. This amount shall be determined by the Board and submitted to the membership for approval by a majority of members voting.

7.8 The co-op may establish special provisions for household memberships and low-income memberships and other categories deemed appropriate by the Board and approved by a majority of members voting at subsequent membership meeting.

7.9 The balance existing in each member's Fair Share account will be refunded upon resignation from the co-op, within 90 (ninety) days of demand, subject to the Board determining when money is available for refunds and how much may be safely refunded each fiscal year.

7.10 If a member fails to request a refund of the member's Fair Share account, the funds in the account may be forfeited to the co-op as follows:

1. No sooner than two years after the membership terminated, but no more than three years after the membership terminated, the co-op shall mail a reminder notice to the former member's last known address that, according to the Fair Share Member Contract signed by the member, the member shall be deemed to have donated the member's Fair Share funds to the co-op, if the member fails to request a refund, as per 7.9 above.
2. If the former member has not requested the refund, as per 7.9 above, within 3 (three) years of the date the membership terminated, the member, in accordance with the Fair Share Contract the member signed, shall thereby have indicated that the member donates all these funds to the co-op, and those funds shall at that time become a donation to the co-op.

ARTICLE VIII: BOOKS AND RECORDS

8.1 The co-op shall keep a correct and complete record of accounts for the co-op and the Board of Directors shall keep copies of the minutes of the membership meeting and meetings of the Board.

8.2 The co-op shall not have a seal.  
ARTICLE IX: AMENDMENTS

~~9.1 The By-Laws may be amended or repealed, or new By-Laws may be adopted, by majority vote of the members at a membership meeting subject to the following conditions: a) The membership will be notified in writing of the exact wording of any changes within 45 days (forty-five) days of approval, b) By-Law changes take effect 90 (ninety) days after membership approval, unless repealed.~~

9.1 The by-laws may be amended or repealed, or new by-laws may be adopted by a 2/3 majority vote of members present at a scheduled membership meeting.~~by majority vote~~.~~of the members at a membership meeting~~ The membership will be notified in writing of the exact wording of any proposed changes no less than 45 days (forty-five) days prior to the vote. By-Law changes take effect 90 (ninety) days after membership approval.

ARTICLE X: SEVERABILITY

10.1 If any section, clause, provision, or portion of these By-Laws is adjudged unconstitutional or invalid by a court of competent jurisdiction, the remainder of these By-Laws shall not be affected thereby.

First draft 9/16/00  
2 nd draft 10/5/00  
3rd draft 10/14/00  
4th draft 10/25/00  
5th draft 11/2/00  
Approved 11/10/00  
Updated 4/27/04  
Updated 5/5/13  
Updated 6/17/15