
Everyone is Welcome!
What is a Cooperative (Co-op)?

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Contact Information
What is a Cooperative (Co-op)?

The International Cooperative Alliance officially defines a co-op as an autonomous association of persons united voluntarily to meet their common economic, social, and cultural needs and aspirations through a jointly owned and democratically controlled enterprise.

Members of a cooperative support it with their patronage, participate in decision-making, and share in the profits generated by the organization’s activities.

History of the Cooperative Movement

Today’s cooperatives trace their origins to England’s Industrial Revolution. In the first half of the nineteenth century, living conditions were extremely harsh for working class people in the textile milling towns of northern England. Mills workers labored long hours under dangerous working conditions for low pay. Plagued by unending poverty, they were forced to buy food on credit from merchants who charged high prices for goods that were poor quality and often adulterated. Owning no property, workers were unable to vote. These conditions gave rise to labor movements, which drew great numbers of followers.

During this period, cooperative initiatives were common, offering their working class members the promise of economic opportunity and democratic control. But until the founding of the Rochdale Equitable Pioneers Society in 1844, none were successful. When the self-described "Rochdale Pioneers" opened their first cooperative food shop, they sold only five products—butter, flour, oatmeal, sugar, and candles—but promised to provide members with "purest provisions, giving full weight and measure." They went on to establish many other member-owned businesses.

Cooperative Values

Cooperatives are based on the values of self-help, self-responsibility, democracy, equality, equity, and solidarity. In the tradition of their founders, cooperative members believe in the ethical values of honesty, openness, social responsibility, and caring for others.

Cooperative Principles

The founders of the Rochdale Society developed a series of operating principles, which ensured their success and the success of hundreds of cooperatives in England and beyond. Today, these basic principles still guide cooperatives around the world.

1st Principle: Voluntary and open membership
Cooperatives are voluntary organizations, open to all persons able to use their services and willing to accept the responsibilities of memberships, without gender, social, racial, political, or religious discrimination.

2nd Principle: Democratic member control
Cooperatives are democratic organizations controlled by their members, who actively participate in setting their policies and making decisions. Men and women serving as elected representatives are accountable to the membership. In primary cooperatives members have equal voting rights (one member, one vote) and cooperatives at other levels are organized in a democratic manner.

3rd Principle: Member economic participation
Members contribute equitably to, and democratically control, the capital of their cooperative. At least part of that capital is usually the common property of the cooperative. They usually receive limited compensation, if any, on capital subscribed as a condition of membership. Members allocate surpluses for any of all of the following purposes: developing the cooperative, possibly by setting up reserves, part of which at least would be indivisible; benefiting members in proportion to their transactions with the cooperative; and supporting other activities approved by the membership.

4th Principle: Autonomy and independence
Cooperatives are autonomous, self-help organizations controlled by their members. If they enter into agreements with other orga-
nizations, including governments, or raise capital from external sources, they do so on terms that ensure democratic control by their members and maintain their cooperative autonomy.

5th Principle: Education, training and information
Cooperatives provide education and training for their members, elected representatives, managers, and employees so they can contribute effectively to the development of their cooperatives. They inform the general public—particularly young people and opinion leaders—about the nature and benefits of cooperation.

6th Principle: Cooperation among cooperatives
Cooperatives serve their members most effectively and strengthen the cooperative movement by working together through local, national, regional, and international structures.

7th Principle: Concern for community
While focusing on members needs, cooperatives work for the sustainable development of their communities through policies accepted by their members.

Twin Pines Emblem of Cooperation
Dr. James Peter Warbasse, who wrote about the implications of cooperation and believed strongly in the co-op movement, created the twin pines emblem for use in the United States. In describing the significance of this symbol, he said: The pine tree is the ancient symbol of endurance and fecundity. More than one pine is used to signify cooperation. The trunks of the trees are continued into roots, which form the circle, the ancient symbol of eternal life, typifying that which has no end. The circle represents the all-embracing cosmos, which depends on cooperation for its existence. The two pines and the circle are dark green, the chlorophyll color of human’s life principle in nature. The background within the circle is gold, typifying the sun, giver of light and life. The twin pines symbol isn’t as common in the United States as it once was, since many co-ops have replaced it with their own logos. However, this symbol is still frequently used by co-ops in other countries, especially throughout Central America, in India, and in other developing regions.

Types of Co-ops
Cooperatives are often formed to provide their members with goods and services or economic benefits not provided by the marketplace. Thus, co-ops operate a wide variety of businesses. All are owned and run by the people they serve. Here are a few examples:

Rural Utility Co-ops have played an important role in serving the needs of rural Americans. Electric co-ops have brought power to over 80% of the land area of the United States, and provide water and sewer services to many rural areas. Telephone cooperatives have brought new communication technologies to many people.

Credit Unions provide banking and credit services to over 71 million members in the United States.

Housing Co-ops are home to students, seniors, city dwellers, mobile home park residents, minorities, the handicapped, single parents, and others. Some for whom home-ownership would be out of reach find it possible through a housing cooperative.

Agricultural Co-ops offer individual farmers greater clout in the marketplace by acting as their buying and selling agents. Agricultural supply co-ops allow farmers to purchase supplies at competitive prices, while agricultural marketing co-ops market farm crops and manufacture value added products. They include such well-known names as Cabot, Sunkist, Ocean Spray, Land Oilcakes, and Blue Diamond.

Worker Co-ops are owned and controlled by their employees. Worker cooperatives may be found in almost any industry, from restaurants and bakeries to printers and taxi cab companies.
**Consumer Co-ops**, like the Keweenaw Co-op, may operate food stores, pharmacies, clothing and sporting goods outlets, book stores, service stations, hardware and agricultural supply stores, and other retail businesses.

Ownership is achieved by purchasing a share in the business and exercised by patronizing the store and voting. The membership elects its board of directors to hire, guide and evaluate the management, which is in charge of running the operation of the business.

Consumer cooperatives are very different from privately owned discount clubs, which charge an annual fee in exchange for a discount on purchases. This is a marketing device that is quite successful at capturing repeat business. However, the club is not owned or governed by the "members" and the benefits of the business go to the investors based on their investments.

The overall goal of the cooperative movement is to create organizations that serve the needs of the people who use them. In this way, cooperative business can serve as an alternative to the excesses of runaway capitalism, provide goods and services that private industry doesn’t perceive a market for (such was the beginning of the natural food cooperatives), and use our collective resources for the good of the whole community.

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**About the Keweenaw Co-op**

**Our History**

The Keweenaw Co-op started in 1973 as a pre-order bulk-buying club to provide the community with natural and organic foods that were otherwise not available at that time.

Our first home was the back room of Funkey’s Karma Cafe in downtown Houghton. The Co-op grew quickly, outlived the restaurant, and soon moved to a small retail space in Hancock that operated with an all volunteer staff. In 1986, after moving two more times, significantly increasing our product line, and supporting a paid staff, the Co-op moved to the current location and opened as a “full-line grocery store”.

In 2010, by vote of the Membership, the Co-op reincorporated as a true cooperative. This change created a true Member-Ownership of the Co-op by requiring Member-Owners to own a share of Co-op Common stock (Membership Stock). By increasing our Member-Owners’ economic participation and investment, we created a stronger and more financially sound business.

Today, we remain the exclusive market for goods and services that appeal to consumers who have a meaningful sense of environmental and social responsibility and incorporate those values into their buying decisions.

**How the Co-op Works**

**Organizational Structure**

The Co-op is governed by a nine person board of directors who are elected by, and from, the Member-Ownership. The Board acts on behalf of the cooperative, assuming its legal responsibilities. Its primary responsibility is fiduciary—to protect the assets of the Co-op and its Member-Owners.

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“In cooperatives, men and women have in their hands the tools to fashion their own destiny.”

Murray D. Lincoln
Individual Directors do not direct the operation of the store, supervise staff members, or speak for the cooperative as a whole, except when the Board has authorized a Member as spokesperson. They exercise authority only as a group.

The operation of the business is the role of the General Manager, who the Board is responsible for hiring, supervising, and evaluating. The General Manager is in turn responsible for hiring, supervising, and evaluating the Staff.

The relationship between the Member-Owners, the Board of Directors, the General Manager, and the Staff, and who and what defines and governs each of these entities, is decided cooperatively and articulated in the following documents.

**Articles of Incorporation**
An Articles of Incorporation document must be filed with a state in order to incorporate as a business. This document includes the name and address of the Co-op, its general purpose and powers, the number and type of shares of stock to be issued, membership rights and responsibilities, how earnings are distributed, what constitutes the board of directors, and the process for dissolution of the Co-op. Any amendments to this document must be approved by the Member-Ownership.

**Bylaws**
The Bylaws are the rules and regulations adopted by the Co-op Member-Ownership for its internal governance, in accordance with the Articles of Incorporation. Bylaws define terms used by the organization and contains provisions relating to membership, members’ meetings, directors, officers, indemnification, patronage and patronage refunds. The Bylaws address some of the same topics as the Articles of Incorporation but in more detail. They were adopted at the Co-op initial meeting. The Bylaws may be amended by an affirmative vote of a majority of those Member-Owners who vote on the amendment.

**Board Governance Policies**
The Board of Directors creates its own set of rules and regulations to govern its activities, in accordance with the Co-op Articles of Incorporation and Bylaws. The Co-op Board uses the Policy Governance® system developed by John Carver. The system involves creating a dynamic set of written policies addressing four main areas: Ends (for who, for what, why, and at what cost the Co-op exists), General Manager Performance, Board Self–Evaluation, and Governance Process. The Board reviews, monitors, and reports on these policies monthly.

**Management Policies**
The Management creates its own set of rules and regulations to govern the operation of the business, in accordance with the Board policies, such as the Co-op Personnel Policy and Donations Policy.

All of these documents are available to the public on the Co-op website and at the store.

**Policy Governance**
Policy Governance®, an integrated board leadership paradigm created by Dr. John Carver, is a groundbreaking model of governance designed to empower boards of directors to fulfill their obligation of accountability for the organizations they govern.

As a generic system, it is applicable to the governing body of any enterprise. The model enables the board to focus on the larger issues, to delegate with clarity, to control management’s job without meddling, to rigorously evaluate the accomplishment of the organization; to truly lead its organization.

For more information visit:
[www.carvergovernance.com](http://www.carvergovernance.com)
Financial Structure
What makes the Co-op different from a profit-driven grocery store is not a lack of profit. Rather, it is the underlying purpose of the Co-op and the way money earned is controlled and distributed. The Co-op does not exist to maximize profit, but to serve the Member-Ownership and community by building a sustainable economy in which everyone can participate.

Keweenaw Co-op Member-Owners economically participate and invest in the Co-op in the following ways:

**Membership Stock (Co-op Common stock)**
To be a Member-Owner of the Co-op, you must own one share of Co-op Common stock, a $200 investment. The Board has the authority to raise or lower this price according to the financial condition and needs of the Co-op. Member-Owners may only own one share of Common stock. This stock does not increase or decrease in value and can be redeemed at the request of a Member-Owner according to the current Board determined redemption policy. See the Articles of Incorporation and the Bylaws for more detailed information.

**Preferred Stock**
Preferred stock is a different class of stock from Common stock. If the Board determines that the Co-op needs to raise capital, an offering of Preferred stock can be made available for purchase. Purchase of Preferred stock is optional. No Member-Owner will be required to purchase Preferred stock. Holders of Preferred stock will receive annual dividends on this stock. See the Articles of Incorporation and the Bylaws for more detailed information.

**Patronage & Patronage Refund**
At the end of the fiscal year, if there are net profits (Net Margins) they are invested in the Co-op or returned to Member-Owners, depending on the source of the Net Margins and each Member-Owner’s level of patronage. Net Margins that are attributable to sources other than Patronage Transactions (i.e. non-member transactions) are separated from those attributed to Patronage Transactions.
Income taxes are paid from non-patronage transactions, also 10% of the total Net Margin is invested from these non-patronage transactions into the Co-op’s Capital Reserve. Any remaining non-patronage transaction Net Margins are allocated to the Capital Reserve.

Net Margins from Member-Owners’ Patronage Transactions must be allocated to Member-Owners as a Patronage Refund by dividing these Net Margins among Member-Owners based on how much each Member-Owner purchased that year. According to the tax code that allows the Co-op to deduct Patronage Refunds from its taxable income, the Board must return to Member-Owners at least 20% of the Patronage Refund in cash/coupon. The other 80% can be either returned in cash/coupon or retained as Member-Owner equity (retained refund), based on the capital needs of the Co-op at any given time. This will vary by year.

Patronage benefits will not affect Member-Owners’ taxable income unless you are purchasing items from the Co-op for business purposes and deducting the purchases as business expenses.

Each Member-Owner’s retained equity is their investment that remains in the Co-op for the future needs of the Co-op. When the Board believes it is fiscally prudent, they will set aside Co-op money to return Member-Owner equity based on the Board’s equity redemption policy.

See the Articles of Incorporation and the Bylaws for more detailed information.

NOTE: It is a Member-Owner’s responsibility to communicate with the Co-op concerning changes to your contact information. This can be done at the store, by email, by phone, or by written notification. Member-Owner capital, including capital stock, patronage refund, and capital credits, will be forfeited if a Member-Owner cannot be located as described in the Co-op’s Articles of Incorporation.

“A political democracy cannot survive unless it is buttressed by an economic democracy.”
Edward A. Filene
What it Means to be a Member-Owner

A Member-Owner is defined as an active patron of the Co-op, who has been accepted to Member-Ownership by the Board of Directors, and has acquired a share of Membership Stock (one share of Co-op Common stock). Two or more persons in the same household may jointly hold a single Member-Ownership.

Benefits

Member-Owners begin receiving benefits upon first payment toward the Membership Stock purchase as long as payment plans are kept up to date.

- As a stockholder you own the Co-op (see page 13)
- Participate in the Co-op’s governance (see page 17)
- Patronage Refunds (see page 13)
- Special order items (see page 21)
- Discounts on per-ordered cases (see page 21)
- Use of the Co-op Community Room (see page 24)
- Reduced fees for classes and workshops (see page 24)
- Quarterly Newsletter / Circumspace (see page 25)

Responsibilities

Membership Stock Payment
Member-Owners who are participating in a multiple installment payment plan to purchase their Membership Stock and have payments pending, must be in good standing with their account in order to receive Member-Owner benefits.

Participate in Governance
Member-Owners are entitled to all voting control of the Co-op. Each Member-Owner has one vote on each matter submitted to a vote of the Member-Ownership. Member-Owners are not required to exercise their voting rights but they are encouraged to do so. The Board of Directors, who act on behalf of the Co-op, are elected by, and from, the Member-Ownership (see page 12). Participating in governance assures the Co-op’s accountability to its Member-Ownership.

Provide Current Member-Ownership Information
It is a Member-Owner’s responsibility to communicate with the Co-op concerning changes to your contact information. This can be done at the store, by email, by phone, or by written notification. Member-Owner capital, including capital stock, patronage refund, and capital credits, will be forfeited if a Member-Owner cannot be located as described in the Co-op’s Articles of Incorporation.

Be an active Patron
Support your Co-op. The Co-op’s Board, Management, and Staff encourage Member-Owner input on any issue that concerns you as a customer, member, and owner. Call us, write to us, email us, or write a note in the Customer Comments Notebook located at the front checkout.

NOTE: The Board may terminate the Member-Ownership of a Member-Owner who becomes ineligible or who has intentionally or repeatedly violated any Bylaw or condition of Member-Ownership in the Co-op, breached any contract with the Co-op, or obstructed or engaged in a material conflict with any lawful purpose or activity of the Co-op.
Products & Services

Shopping Guide

Product Selection
The Co-op provides the highest quality, minimally-processed and packaged goods and services at the lowest possible prices. Local, organic, natural, and fair-trade products are available throughout the store.

Fresh Produce
The best organic and locally grown produce available. Supporting local fruit and vegetable growers is an important part of a community-owned business.

Gourmet & Ethnic Foods
Pad Thai at home? South American brunch? Select from a wide variety of ethnic and gourmet items to help you prepare any cuisine you desire.

Meat & Meat Alternatives
A variety of local, organic, free-range, and additive-free meats. If you are looking for an alternative to meat the Co-op carries tofu, seitan, tempeh, veggie burgers, veggie dogs, and other vegetarian options.

Special Diets
Enjoy organic and flavorful foods while maintaining a special diet. Find a selection of wheat-free, and other allergen free foods throughout the store. Let the Co-op Staff and book section assist you.

Specialty Cheeses
Choose from a variety of imported artisan, and farmhouse cheeses. The selection ranges from areas in Switzerland to Wisconsin. The choices are the very best in the area.

Unique Beers & Wines
An extensive selection of imported and domestic beers and wines, including many organic selections and supplies for the home brewer and winemaker. Non-alcoholic wines and beers are also available.

Earth-Friendly Products
Ecologically safe and cruelty-free health and body care products, vitamins, supplements, homeopathic remedies, and household cleaning supplies.

Animal Companion Products
Make intelligent choices for the dog and/or cat in your family too. Choose diet products that have no artificial ingredients, preservatives, added color, or artificial flavorings. Selections of natural botanical shampoos and flea control, cat litter, supplements, and best of all treats! Shopping with a conscience doesn’t have to stop with the family pet at the Co-op.

Housewares, Gifts, Books & More
The Co-op book selections cover a wide range of topics, Health & Lifestyle, Nutrition & Food, Detox, Fasting & Juicing, Exercise & Yoga, Natural & Alternative Medicine, Wellness, Women’s Health, Environment & Social Issues, Home, Gardening, Pet Care, Cookbooks, Food Allergies: Gluten-Free & Dairy-Free, just to mention a few. Also available are journals, greeting cards, incense, massage oils, and kitchen tools you’ll love.

Deli
The Deli has an extensive list of unique specialty sandwiches and salads, and create your own options. The Deli menu and a faxable order sheet are available at the store and on the Co-op website.

Bulk Foods
Purchase just as much as you need in the bulk foods department. Select from nuts, seeds, dried fruits, nut butters, pasta, granola, oils, grains, spices, even soap and shampoos. Buying in bulk saves you money and reduces wasteful packaging. Shoppers are welcome and encouraged to bring their own containers.
**Bulk Foods Buying Guide**

Paper and plastic bags are available in the bulk section for your convenience at no charge to you, and plastic containers are for sale in the bulk section. We encourage you to bring your own containers from home in order to save resources.

1. If you brought a container from home, then first weigh your container on one of the available scales. If using a plastic bag, or one of the Co-op provided containers, this is not necessary.

2. Record the weight of your container on a provided label. Labels and twist ties are provided by the scale. The cashier will deduct the container’s weight before charging you for the product.

3. Fill up your container with your desired amount of product. It is not necessary to weigh your product, but you may want to use the scale to see if you have the amount you need. Use a separate container for each item.

4. Record the 4-digit number (not the price) from the product dispenser on the label.

If you decide not to purchase an item after scooping it, please label it and leave it in the Bulk Foods area.

Spills are inevitable. Let one of the Co-op staff members know when there’s a spill.

Information and cooking instructions for many of our bulk foods are located among the bulk food items.

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**Keweenaw Gift Box**

The Co-op offers custom order gift boxes all year long. Choose from over 100 products from 30 local and regional suppliers. The gift box itself is locally crafted at Vocational Strategies Incorporated (VSI) from regionally harvested White Cedar and wood burned with the Co-op logo—a unique Co-op keepsake. Boxes are available for sale separately.

**Special Orders**

Customers can purchase bulk or case quantities of in stock products and case or smaller quantities of products the Co-op does not regularly carry. (See the Special Orders Policy on page 22.)

**Discount Days & Monthly Specials**

**Senior Discount Day**

All seniors who shop on Wednesdays (including non-members) receive a 5% discount on their purchase. For anyone 60 and over.

**Student Discount Day**

All students (including non-members) who shop on Sundays receive a 5% discount on their purchase. Current student identification card required.

**Core Value Program**

The Co-op’s Core Value program makes everyday healthy pantry staples available to shoppers at affordable prices. Look for the Core Value sign throughout the store. See the Core Value brochure for a list of eligible products.

**Monthly Specials**

Products are selected each month throughout the store for special discounts. See the Monthly Specials flyer in the store or on the Co-op website. Offer good while supplies last.

**Case Discounts**

See Special Orders above.
Financial Assistance Participants
The Co-op accepts payment with SNAP Benefits on eligible items.

Customer Service
The Co-op staff makes every effort to make your visit to the Co-op easy and pleasant. But sometimes problems do arise. By letting us know when you are dissatisfied with a Co-op product or service, you can help us to address the problem.

Cashier Stations/Service Counter
We can help you with the following services at the Cashier and Service Counter:

- Answer questions about products and services or provide other needed shopping assistance
- Registration for Co-op classes and activities
- Gift Certificates
- Product Returns
- Lost and Found
- Bagging and Carry Out (customers are welcome to bring their own bags from home)

Customer Comments/Questions Notebook
We encourage Co-op customers to use the Customer Comments and Questions notebook, located at the front of the store near the cashier’s counter, to submit compliments, complaints, suggestions, and requests for products, questions, or passing thoughts! Your comments will be routed to the appropriate person, and a Co-op Staff member will respond.

Business Hours
Store Hours: Mon-Sat 10am-8pm, Sunday 10am-5pm
Deli Hours: Mon-Sat 10am-7pm, Sunday 10am-4pm
Store Holidays
The Co-op is closed on the following days:

Easter Sunday • Memorial Day • Independence Day • Labor Day • Thanksgiving Day • Christmas Day • New Years Day

Parking
Parking for Co-op customers is limited. If you visit the Co-op to attend a meeting, class, or workshop please park on the street.

Community Outreach

Co-op Community Room
The Community Room, located on the second floor of the Co-op, is available for use to Member-Owners and the community. For more information see the Community Room Use Policy available on the Co-op website or contact the Communications Coordinator at the Co-op.

Co-op Events
Classes & Workshops
Classes, workshops, and demonstrations are open to everyone, unless indicated otherwise. All events take place in the Community Room on the second floor of the Co-op. If you need assistance with the stairs please contact the Co-op. Sign up at the Co-op, some classes have limited space so register early. If you’re interested in hosting a class, workshop, or demonstration please let us know.

Annual Party
The Co-op hosts an annual party to celebrate community through good food and music. The party format is typically open house with scheduled times for family and non-alcoholic activities. The party is free and open to the public.

Monthly Board Meetings
The Board meets monthly in the Community Room upstairs at the Co-op. Upcoming meeting agendas and past meeting minutes are posted on the bulletin board in the store near the Bulk Foods department and on the Co-op website.

Annual Meeting
The Annual Meeting is when the Board of Directors and Management present the financial status and organizational accomplishments of the Co-op from the previous fiscal year, and the time to discuss future plans of the Co-op. Member-Owners elect new Directors to the Board and may vote on other Co-op issues. Typically this meeting is in the Spring.

Sponsorships
The Co-op supports local, non-profit and cooperative organizations that are working to increase the health of the community and/or the environment. This includes organizations that address food and nutrition issues, community building, sustainability, environmental preservation, cooperative values, local food production, or alternative/holistic health care. For more information, the Donations Policy and Form are available at the store and on the Co-op website.

Resources

Co-op Website
The information included in this publication and much more is available online at www.keweenaw.coop.

Co-op Newsletter (Circumspice)
The Circumspice newsletter is published four times a year for the Member-Owners and customers of Keweenaw Co-op. The newsletter is published to provide information about the Keweenaw Co-op, the cooperative movement, food, nutrition, and community issues. Views and opinions expressed in the newsletter do not necessarily reflect those of the Co-op management, board, or Member-Owners.
The name Circumspice (kir-ˈkum-spi-ke), Latin for look around, was inspired by Michigan’s state motto: Si Quaeris Peninsulam Amoenam Circumspice. Which means, “If you seek a pleasant peninsula, look around.” The motto originally appeared on the Great Seal in 1835 designed by Lewis Cass.

Co-op customers and Member-Owners are welcome to submit articles.

**Co-op Email List**
Co-op news and announcements are posted via electronic mail to Member-Owners and customers participating on the Co-op list serve. You may subscribe or unsubscribe from this service at any time. The Co-op respects your privacy and will not share or sell your name or address.

**Co-op Party Kit**
Set a sustainable table at your next event compliments of the Keweenaw Co-op. Are you hosting a party and have concerns about using paper or plastic? The Keweenaw Co-op Party Kit is the solution for you. The kit includes dinner plates, hot beverage mugs, and silverware you can borrow at no expense to you. A medley of designs, not matching, but you will make an important statement by using them.

The only thing asked of you is to return all items in the same condition you borrowed them, and replace an item if it gets broken or lost.

If you would like to borrow the kit, or have something you would like to donate please contact the Co-op Communications Coordinator.
Contact Information

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Store Hours
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Sunday 10am-5pm

Deli Hours
Mon-Sat 10am-7pm
Sunday 10am-4pm