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HCCS Board of Directors Meeting
May 28, 2025
Co-op Resource Center, 224 Holiday Dr. WRJ, VT
5:30 p.m.

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AGENDA

HCCS Board of Directors Meeting

May 28, 2025

5:30 p.m.

Co-op Resource Center, 224 Holiday Dr. WRJ, VT

Time	Agenda Topic	Page	Board Action
5:30	Check In Community Standards and Consent Agenda April 23, 2025 Meeting Minutes		Reflect & Decide
5:40	Appoint New Board Members		Decide
5:50	Discuss Vacant Seat		Decide
6:00	Elect Officers - President - Vice President - Treasurer - Secretary		Decide
6:20	Committees - Bylaws - Governance - Owner Linkage		Decide
6:30	Board Development - Upcoming trainings		Information
6:35	GM Update		Information
6:50	Board Retreat – June 14 (9-3)		Discuss
7:00	Adjournment		

Draft MEETING MINUTES

April 23, 2025

Hanover Board Room

Present: Nick Clark, Eric DeLuca, Mike Eigenbrode (remote), Rosemary Fifield, Conicia (CJ) Jackson, Alice Kennedy, Peggy O'Neil (remote), Eileen O'Toole, Lynn Ellen Schimoler (remote)

Absent: Jessica Giordani, Infiniti Sanderfer, Cate Tierney

Board

Candidates: Pierre Blanc, Kyle Creevy, Emily Hurd, Chris Mayer, Mary Patterson

Employees: Amanda Charland (General Manager), April Harkness (ESG Program Manager), Mary Lougee (Director of People & Culture), Jamie Shechtman (Director of Finance), Becca White (Associate Director of Cooperative Identity)

Board Vice President CJ Jackson called the meeting to order at 5:45 p.m.

After a brief check-in, Board Secretary Eileen O'Toole refreshed the community standards and shared some meeting management tools from Robert's Rules

CCMA Update

MOTION: Eileen O'Toole moved to limit debate for this discussion to be 2 minutes per person.

VOTED: 9 in favor. 0 opposed. The motion passed.

MOTION: CJ Jackson moved that board preapprove reimbursement for those who up for re-election and that they will be reimbursed based on the board's reimbursement policy.

(Amendment to the MOTION): Nick Clark moved to split the question for individual candidates (friendly amendment) with the outcome that board member A is preapproved to attend CCMA if reelected and fees will be reimbursed.

VOTED: 9 in favor. 0 opposed. The motion passed.

(Subsequent MOTION to Table failed by a vote of 1 in favor. 7 opposed. 1 abstention)

MOTION: CJ Jackson moved that board member B can attend CCMA and if reelected will be reimbursed in the same manner as above.

VOTED: 7 in favor. 1 opposed. 1 abstain. The motion passed.

Nick Clark left the meeting at 6:33 p.m.

EL 1 Financial Stability

Jamie Shechtman presented the financials to the board. The board requested information on implications of “impairment” (when the book value isn’t supported by the fair market value) for Community Market.

MOTION: Eileen O’Toole moved that the GM provided a reasonable interpretation and sufficient evidence of compliance with the exception of EL 1.2.2 and the acknowledgement of a corrective action plan to include researching investment options with the likelihood of having something in place by March 31, 2026 deadline.

VOTED: 8 in favor. 0 opposed. The motion passed.

Board Budget Review

Peggy O’Neil presented the board budget and notes that we’re only one quarter into the year and the new board may adjust the budget as needed.

GP 10 - Board Committees

Eileen O’Toole had a few comments on potential revisions to GP 10 and recommended the comments be sent to Governance Committee.

GP 9 – Board Linkage with Owners

CJ Jackson presented Governance Committee edits to GP 9 for board approval (see board packet).

MOTION: CJ Jackson moved to accept all edits to GP 9.

VOTED: 8 in favor. 0 opposed. The motion passed.

Consent Agenda: February 26, 2025 Meeting Minutes

MOTION: CJ Jackson moved to accept the Consent Agenda.

VOTED: 8 in favor. 0 opposed. The motion passed.

Ends Report

Amanda Charland presented the 2024 Ends Report highlighting work on product designation initiative, food access and car connects programs, increased transactions and membership growth, trainings and professional development opportunities, new benefits for employees, exciting new community partnerships.

Motion: Eileen O’Toole moved that the GM provided a reasonable interpretation of the Ends policies and sufficient evidence of compliance.

VOTED: 8 in favor. 0 opposed. The motion passed.

GM Update

The Co-op is doing work around pricing and price perception and will share that information with the board and membership. The White River Junction location is under a public notice period around potential changes to the parking lot lease agreement. People & Culture launched DEI strategy work, we're working on bulk packaging projects, the service centers launched new software, and NHBSR nominated the Co-op as NH business of the year. Lastly, City Market is hosting Gabby Davis from NCG and other co-ops will be attending the trainings.

Executive Session

MOTION: CJ Jackson moved to enter into Executive Session at 7:15 p.m. for a personnel matter and to include the GM and Director of People & Culture but to exclude employee board members.

VOTED: 8 in favor. 0 opposed. The motion passed.

The meeting adjourned at 8:00 p.m.

Respectfully submitted,

April Harkness

ESG Program Manager

Eileen O'Toole

Board Secretary

GP 5 – President's Role

In addition to the responsibilities prescribed by the Co-op's Bylaws, the board President ensures the integrity of the board's process and represents the board to external parties. Accordingly,

GP 5.1: The President ensures that the board operates in accordance with the Co-op's Bylaws, the board's Governance Process and Board-General Manager policies, and any applicable external regulations.

GP 5.2: The President chairs the Executive Committee and proposes the agenda for and chairs board meetings, exercising all the powers and responsibilities of the position as described in the Bylaws and Roberts' Rules of Order.

GP 5.2.1: The President ensures that board deliberations are fair, open, and thorough, while also maintaining timeliness, orderliness, and adherence to topics within the board's jurisdiction. The President manages the time spent on reports by limiting discussion unless a report indicates an issue.

GP 5.3: The President collaborates with the General Manager to foster a culture of cooperation between the board and operations.

GP 5.4: The President represents the board by announcing board-stated positions and communicating decisions within the scope delegated to the President to ensure consistent visibility of board outcomes to stakeholders.

GP 5.5: The President has the authority to gather information in a timely manner to address emergent issues requiring board deliberation.

GP 5.6: The President is supported by administrative assistance provided by the General Manager for duties assigned to the President.

GP 5.7: The President has no authority to make decisions on board policies related to Ends and Executive Limitations. Therefore, the President does not have authority to supervise the General Manager.

GP 5.8: The President may seek assistance from other board members for the aforementioned responsibilities, but ultimately remains accountable for the execution of this policy.

GP 5.9: The President is authorized to use any reasonable interpretation of this policy to carry out their responsibilities.

GP 6 – Vice President's Role

In addition to the responsibilities prescribed by the Co-op's Bylaws, the board Vice President ensures the continuity of the board's process and supports the fulfillment of the board's obligations. Accordingly,

GP 6.1: The Vice President is responsible for ensuring the timely execution of the board's obligations, which include:

- Conducting the annual review of the Board's Vision and Values statements.
- Monitoring Governance Process and Board-General Manager policies.
- Fulfilling other time-sensitive board obligations.

GP 6.2: The Vice President is responsible for ensuring that effective candidate recruitment and training processes are in place, as well as board election and orientation procedures.

GP 6.3: The Vice President is responsible for identifying and considering board development opportunities aimed at equipping board members with the necessary skills and knowledge to fulfill their responsibilities. These opportunities may include attending CCMA and NFCA events, participating in cooperative development training sessions, visiting other co-ops and attending board meetings of other co-ops, and engaging outside governance and development consultants.

GP 6.4: The Vice President is supported by administrative assistance provided by the General Manager for duties assigned to the Vice President.

GP 6.5: The Vice President has no authority to make decisions regarding board policies. Therefore, the Vice President does not have the authority to supervise the President or General Manager.

GP 6.6: The Vice President may seek assistance from other board members for the aforementioned responsibilities, but ultimately remains accountable for the execution of this policy.

GP 6.7: The Vice President is authorized to use any reasonable interpretation of this policy to carry out their responsibilities.

GP 7 – Treasurer's Role

In addition to the responsibilities prescribed by the Co-op's Bylaws, the board Treasurer ensures the continuity of the board's budget and financial oversight. Accordingly,

GP 7.1: The Treasurer presides over financial monitoring of the Co-op as described in these policies, including, but not limited to, the annual audit of the organization, board member compensation, and compensation of the General Manager.

GP 7.2: The Treasurer presides over the board's annual budgeting process.

GP 7.2.1: The Treasurer provides the board with a recommended budgetary range, based on one-tenth to two-tenths of one percent of the organization's total revenues, to guide the development of the budget.

GP 7.2.2: The Treasurer collaborates with the board and recommends expense categories that align with the board's needs and strategic priorities.

GP 7.3: The Treasurer is supported by administrative assistance provided by the General Manager for duties assigned to the Treasurer.

GP 7.4: The Treasurer has no authority to modify an approved budget or authorize expenditures unless explicitly authorized by the board. Therefore, the Treasurer does not have the authority to supervise the General Manager, the Director of Finance, or any other Co-op employee. The Treasurer may authorize travel-related reimbursements in alignment with the Co-op's relevant policies and practices.

GP 7.5: The Treasurer may seek assistance from other board members for the aforementioned responsibilities, but ultimately remains accountable for the execution of this policy.

GP 7.6: The Treasurer is authorized to use any reasonable interpretation of this policy to carry out their responsibilities.

GP 8 – Secretary's Role

In addition to the responsibilities prescribed by the Co-op's Bylaws, the board Secretary ensures the effective management and confidentiality of board documents and records. Accordingly,

GP 8.1: The Secretary ensures that all necessary board documents and records are appropriately maintained and readily accessible to the board as a whole.

GP 8.2: The Secretary ensures that all documents and records containing sensitive information concerning the General Manager, individual board members, or any other Co-op employee involved in an incident that is reasonably relevant to the board are securely retained and treated with strict confidentiality. The Secretary acts as a confidential liaison between the board and the Director of People and Culture in all matters of a sensitive nature.

GP 8.2.1: The primary responsibility for securely retaining documents and records is delegated to the General Manager, who ensures that all sensitive documents and records are stored internally within the Co-op and not by the Secretary.

GP 8.3: The Secretary presides over the annual evaluation of the General Manager with support from the Treasurer.

GP 8.4: The Secretary is supported by administrative assistance provided by the General Manager for duties assigned to the Secretary.

GP 8.5: The Secretary does not have the authority to supervise the General Manager, Director of People and Culture, or any other Co-op employee.

GP 8.6: The Secretary may seek assistance from other board members for the aforementioned responsibilities, but ultimately remains accountable for the execution of this policy.

GP 8.7: The Secretary is authorized to use any reasonable interpretation of this policy to carry out their responsibilities.

GP 10 – Board Committees

The board may establish committees, when necessary, to support the fulfillment of the board's overall responsibilities, without encroaching upon the delegation of authority from the board to the General Manager.

GP 10.1: The schedule and venue of all board committee meetings is publicly announced at least 48 hours prior to the meeting.

GP 10.2: All committee members adheres to the same Code of Conduct that governs board members.

GP 10.3: Each committee chair provides the board with a summary of the discussions and outcomes of each committee meeting within 48 hours after the meeting. Written products generated by committees are shared with the board through accessible documents, enabling board members to review, provide comments, ask questions, and suggest revisions prior to regular board meetings.

GP 10.4: Committee activities and decisions aligns with the board's policies and objectives, serving as a means to support the board's governance role rather than assuming operational or managerial functions.

GP 10.5: The only board committees are those explicitly established in lower-level sections of this policy or specified in the Co-op's bylaws. The necessity for each committee's continuation are reviewed at the beginning of each board year, assessing their ongoing relevance and alignment with the board's objectives and strategic direction. Committees that are no longer deemed necessary may be dissolved or reconfigured.

GP 10.5.1: Bylaws Committee

The Bylaws Committee supports the board in maintaining bylaws that align with the Co-op's organizational needs and remain consistent with relevant legislation.

Committee Responsibilities:

1. The committee conducts regular reviews of the current bylaws to assess their relevance, clarity, completeness, and compliance with current legislation and the Co-op's Certificate of Organization.
2. As necessary, the committee proposes revisions to the existing bylaws for the board's consideration.
 - a. Proposed revisions are thoroughly reviewed to ensure alignment with current legislation and the Co-op's Certificate of Organization. Legal counsel may be engaged, as required.
 - b. The committee provides written rationale for each proposed revision, outlining the reasons behind the recommendation.
3. The committee ensures effective communication with the Co-op's owners, facilitating informed voting on proposed bylaws revisions endorsed by the board.
 - a. A timeline is established to allow sufficient time for owner education regarding the proposed revisions prior to voting.
 - b. The committee provides written rationale for each proposed revision, enabling owners to understand the purpose and implications of the changes.
 - c. The committee actively participates in events aimed at informing owners about the proposed bylaws revisions.

Committee Authority:

4. The committee's authority is delegated to support the board's work without compromising board holism.
 - a. The committee has the authority to request administrative support, including employee resource time, for activities such as communicating with owners and facilitating owner voting on proposed revisions.
 - b. The committee is authorized to engage legal counsel when necessary to ensure compliance with legislation and legal requirements.
 - c. The committee chair is authorized to reasonably interpret this policy.

Committee Composition and Tenure:

5. The committee's composition is designed to enable effective and efficient functioning.
 - a. The board elects one board member to serve as the committee chair for a one-year term.
 - b. The chair, with the approval of the board, selects additional committee members based on their qualifications and expertise.
 - c. The committee disbands upon completion of its assigned tasks or as determined by the board, with the understanding that further work on bylaws may necessitate reestablishing the committee.

GP 10.5.2: Governance Committee

The Governance Committee supports the board in improving its processes and the effective implementation of Policy Governance.

Committee Responsibilities:

1. The committee actively contributes to the board's continuous improvement efforts.
 - a. The committee provides suggestions to enhance the board's workflow, strategic governance practices, and monitoring processes.
 - b. The committee develops drafts of new policies or policy revisions.
 - c. The committee identifies strategies to address any noncompliance issues with Governance Process and Board-General Manager policies.
 - d. The committee updates the policy manual and Board Handbook to reflect current board practices and policies.
 - e. When applicable, the committee presents the board with options for action items derived from reports from the board's governance consultant.
 - f. The committee ensures the execution of B-GM 3.4.1 and 3.4.2.

Committee Authority:

2. The committee's authority is delegated to support the board's work without compromising board holism.
 - a. The committee is authorized to request a reasonable amount of employee resource time for administrative support from an employee familiar with the board's operations. The committee excludes such an employee from its work when confidentiality requires, as determined by the committee members.
 - b. The committee may liaise with the board's governance consultant, if applicable, but cannot enter into or modify the consulting contract.
 - c. The committee may engage legal counsel for opinions and advice on matters related to board governance.
 - d. The committee chair has the authority to reasonably interpret this policy.

Committee Composition and Tenure:

3. The committee's composition is designed to facilitate effective and efficient functioning.
 - a. The board elects one board member to serve as the committee chair for a one-year term.
 - b. The chair, with the approval of the board, selects additional committee members based on their qualifications and expertise.

GP 10.5.3: Owner Linkage Committee

The Owner Linkage Committee assists the board in fulfilling its responsibility for linkage with owners, including the identification of potential board candidates.

Committee Responsibilities:

1. The committee develops and promotes owner engagement with the Co-op.
 - a. Owners are provided with opportunities to understand and achieve varying levels of engagement, including serving on the board.
 - b. The committee encourages owners to actively participate in board elections and consider running for board positions.
2. The committee develops and maintains a rolling three-year ownership linkage plan, subject to board approval, as outlined in GP 9 - Board Linkage with Owners.
 - a. The committee considers its ownership linkage successful when, to an increasing extent:
 - i. The board has access to diverse viewpoints that represent the ownership when developing or revising statements and policies.
 - ii. Owners are aware that the board values their perspectives and input.
 - iii. Owners have opportunities to communicate their views to the board.
 - iv. Owners are informed about how the board has utilized the information provided by them.

Committee Authority:

3. The committee's authority is delegated to support the board's work without compromising board holism.
 - a. The committee may request employee resource time for administrative support related to the implementation of the three-year ownership linkage plan.
 - b. The committee is authorized to allocate relevant funds outlined in the board-approved budget to fulfill its responsibilities.
 - c. The committee chair has the authority to reasonably interpret this policy and GP 9 - Board Linkage with Owners.

Committee Composition and Tenure:

4. The committee's composition is designed to ensure effective and efficient functioning.
 - a. The board elects one board member to serve as the committee chair for a one-year term.
 - b. The chair, with the approval of the board, selects additional committee members based on their qualifications and expertise.

Governance Committee

Recommended policy revisions to:

- GP 10.5.1 Bylaws Committee
- GP 10 5.2 Governance Committee
- GP 10.5.3 Owner Linkage Committee
- GP 10.5.4 GM Search Committee

Under **Committee Composition and Tenure:**

The chair, with the approval of the board, ~~selects~~seeks additional committee members based on their qualifications and expertise.

Board Meeting & Monitoring Schedule

1. May 28 5:30 PM

- a. Board: Vision, Values
- b. Board: Review of 3-year Ownership Linkage Plan

2. June 14 – Board Retreat

3. July 23 5:30 PM

- a. Board: Monitoring Team B - GP Global, 1, 2, 3, 4, 11
- b. Board: Budget Review
- c. GM: EL Global
- d. GM: EL 1 - Q2 Finances

4. August 27 5:30 PM

- a. GM: EL 2 - Asset Protection
- b. GM: EL 3 - Operational Capacity

5. September - No Regular Meeting

6. October 22 5:30 PM

- a. Board: Monitoring Team A - GP 5, 6, 7, 8 (Officers)
- b. Board: Budget Review
- c. GM: EL 1 - Q3 Finances

7. November 19 5:30 PM

- a. Board: Monitoring Team C - GP 9, 10 (Owner Linkage, Committees)
- b. Board: Approval of next year's Board Budget
- c. GM: EL 4 - Employee Well-Being

8. December - No Regular Meeting

9. January 28 5:30 PM

- a. GM: EL 5 - Community Engagement
- b. GM: EL 6 - Environmental Impact

10. February 25 5:30 PM

- a. Board: Budget Review
- b. GM: Ends
- c. GM: EL 1 - Year-end Finances (fluctuates with audit)

11. March 25 5:30 PM

12. April 29 5:30 PM

- a. Board: Monitoring Team D: B-GM Global, 1, 2, 3
- b. Board: GM Performance Review
- c. Board: Budget Review
- d. GM: EL 1 - Q1 Finances

Commonly Used Co-op Acronyms

- AG Associated Grocers Inc.; a cooperative wholesaler of which the Co-op is a member. AG is the Hanover Co-op's largest supplier of grocers. www.agne.com
- B-GMs Board-General Manager policies; In Policy Governance B-GMs describe the relationship between the Board and the General Manager and acknowledges the board's sole official connection to the operational organization, it's achievements and conduct is through the General Manager.
- CCMA Consumer Cooperative Management Association; the national annual conference for food cooperative directors, management, staff, and sector allies. The conference is held in early June and is organized by the University of Wisconsin Center for Cooperatives. www.ccma.coop
- CDF Cooperative Development Foundation; foundation located in Washington DC that supports cooperative development. Funds managed include the Howard Bowers Fund. Also sponsor of the Cooperative Hall of Fame. <https://www.cdf.coop/>
- CDI Cooperative Development Institute; a regional nonprofit supporting cooperative development in the Northeast. <https://cdi.coop/>
- CFNE Cooperative Fund of the Northeast; advancing community-based, cooperative, and democratically owned and managed enterprises through ethical borrowing. <https://cooperativefund.org/>
- EL Executive Limitations; In Policy Governance Executive Limitations policies establish the boundaries of accountability and ethics within which the GM can make decisions and how things are done. The Board establishes these limitations in writing to define their expectations about operational means.
- FCI Food Co-op Initiative; provides guidance and resources on how to start a strong and sustainable cooperative, facilitating opportunities, co-creating strategies, serving as an advocate, and promoting the food co-op model. <https://fci.coop/>
- FSC Federation of Southern Cooperatives; 57-year old regional cooperative and rural economic development organization that provides cooperative economic development, land retention, and advocacy to Black farmers, landowners, cooperatives, and other low-income rural people in the South. <https://www.federation.coop/>
- GP Governance Policies; In Policy Governance, governance policies describe the board's philosophy, work and structure.
- HCCF Hanover Cooperative Community Fund; Fund created by the HCCS Board of Directors in 2000 to support cooperatives from many sectors across the country by raising money and contributing to the Twin Pines Cooperative Foundation (see TPCF). The interest on our contribution to the TPCF is returned annually and distributed locally as HCCF grants and scholarships.

- HCCS Hanover Consumer Cooperative Society, Inc. The incorporated name of the Co-op Food Stores and Service Centers entities established by 17 charter members in 1936 as a small buying club. Now has over 27,000 members, employs over 300 people, and generates close to \$90 million in annual sales.
- ICA International Cooperative Alliance; an independent association created in 1895 that unites, represents and serves cooperatives worldwide. It is the apex body representing cooperatives across the world providing a global voice and forum for knowledge, expertise and coordinated action for and about cooperatives. ICA is the guardian of the Statement on the Cooperative Identity which includes a definition, 10 values and 7 operational principles. <https://ica.coop/en>
- NCB National Cooperative Bank; A cooperative bank serving businesses that seek to make a positive social impact focused on those most in need, supporting low-income communities and the expansion of sustainable communities. <https://www.ncb.coop/>
- NCBA-CLUSA – National Cooperative Business Association CLUSA International; The primary voice in the U.S. for people who use cooperatives to build a better future; developing, advancing, and protecting the cooperative enterprise through leveraging shared resources, engaging, partnering and empowering people and advocacy, public awareness and thought leadership. <https://ncbaclusa.coop/>
- NCG National Co-op Grocers; A business services cooperative for retail food co-ops located throughout the U.S. representing 164 food co-ops operating over 230 stores in 39 states with combined annual sales over \$2.6 billion and serving over 1.3 million consumer owners. NCG provides capacity of the a chain while maintaining autonomy of individual co-ops to optimize operational and marketing resources, strengthening purchasing power, and offering more value. <https://www.ncg.coop/>. Hanover Co-op is a member of this Co-op.
- NFCA The Neighboring Food Co-op Association; A federation of food co-ops across New England and New York State working toward a shared vision of a thriving cooperative economy, working to support shared success of food co-ops through peer collaboration and innovation, education and advocacy, food system development, and partnership with likeminded organizations. <https://nfca.coop/>. Hanover Co-op has historically been a member of this Co-op.
- NRECA National Rural Electric Cooperative Association; Represents over 900 consumer-owned, not for profit electric cooperatives, public power districts, and public utility districts in the U.S. <https://www.electric.coop/>
- OBM Open Book Management; A business practice of creating transparency by sharing financial information with employees helping them do their jobs more effectively and understanding how they contribute to the success of the business. OBM is sometimes used by cooperatives as a highly interactive way to educate and engage employees on financial and non-financial metrics.
- P6 Principle Six; Cooperative Principle 6 - *Cooperation among Cooperatives* seeks to strengthen the cooperative movement by working together through local, national, regional and international structures. NCBA CLUSA created a P6 Initiative to identify and scale opportunities

for cooperative to work together across sectors to elevate the cooperative identity and demonstrate its value to members and communities. <https://ncbaclusa.coop/p6/>

TPCF Twin Pines Cooperative Foundation; A foundation established in 1964 to provide education and funding to cooperatives across all sectors in the U.S. Many food co-ops across the U.S. contribute to the TPCF endowment through fundraising and educational activities by creating their own Cooperative Community Fund. Hanover Co-op began contributing in 2000 and continues to do so today. Funds are raised through product sales, donations, and events. <https://www.community.coop/>

UNFI United Natural Foods Inc.; The largest publicly traded wholesale and retail distribution company for natural, organic and specialty food in the U.S. and Canada. Hanover Co-op does a considerable amount of business with this company. <https://www.unfi.com/>

USFWC US Federation of Worker Cooperatives; A national grassroots membership organization for worker cooperatives and democratic workplaces with a mission to build thriving ecosystems for worker-owned and controlled businesses and cooperative leaders. The federation has over 400 business and organizational members representing approximately 1,000 worker co-ops and 10,000 workers across the country. <https://www.usworker.coop/en/>