

UNITED CO-OPERATIVE SOCIETY
OF MAYNARD

RECORDS

OF THE

UNITED CO-OPERATIVE

SOCIETY

R E C O R D S

UNITED CO-OPERATIVE SOCIETY

Minutes of the first meeting of the incorporators.

The first meeting of the incorporators of the United Co-operative Society was held at #20 Pemberton Square, Room 810, in the City of Boston, Massachusetts on the 19th day of July, 1919 at 5:30 P.M. There were present Wilho Boman, Otto F. Fonsell, Otto Saarinen, Mikko Korpi, Victor Syrjala, Charles J. Lehto, Charles Bruce, John Lahti, John Suominen, and John T. Suominen.

Mr. Torppa, one of the subscribers to the agreement of association called the meeting to order and read the following part of said agreements signed by all:-

WAIVER OF NOTICE

"We hereby waive all requirements of the Statutes of Massachusetts for notice of the first meeting for organizing and appoint the 19th day of July 1919, at 5 P.M., at 20 Pemberton Square, Room 810 in the City of Boston, Massachusetts as the time and place for holding said first meeting.

Upon motion duly made and seconded it was unanimously VOTED to proceed by ballot to the election of a Temporary Clerk.

Thereupon all of the incorporators proceeded to cast one

ballot each for the choice of a Temporary Clerk, and Mr. John Suominen received all the votes cast and was declared elected unanimously as Temporary Clerk.

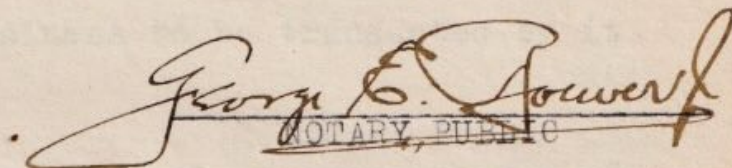
He was thereupon duly sworn as appears by the following certificate.

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS. July 19, 1919

Then personally appeared John Suominen, and made oath that he would faithfully discharge his duties as Temporary Clerk at the meeting of the incorporators of the United Co-operative Society.

Before me,


NOTARY PUBLIC

My Commission expires December 22, 1922.

Upon motion of John Suominen duly made and seconded it was unanimously voted to organize a co-operative society in accordance with the laws of the Commonwealth of Massachusetts and with the Agreement of Association signed by the incorporators.

Upon motion of John Suominen duly made and seconded it was unanimously

VOTED: To adopt the following by-laws each article of which was brought by the Clerk and adopted article by article.

other securities of this corporation or otherwise.

To manufacture, repair, purchase, sell and deal in machinery, tools and appliances which are or may be used in buying , selling, manufacturing and dealing in the above materials.

The co-operative shall have all of the powers and enjoy all of the privileges granted by the law of Massachusetts to corporations organized under the general law.

Section 3. The principal office of the co-operative shall be located in the City of Boston, County of Suffolk, and Commonwealth of Massachusetts. The corporation may operate as many branch stores or offices as may be required in the conduct of its business.

Section 4. The corporate seal shall consist of a circular die bearing the words, "UNITED CO-OPERATIVE SOCIETY, MASSACHUSETTS 1919," and may be changed by the Board of Directors whenever they shall order.

ARTICLE 11

Capital Stock

Section 1. The authorized capital stock of this association shall be Seventy-five thousand dollars, (\$75,000.00) divided into Fifteen thousand shares, (15,000) of Five Dollars, (\$5.00) each.

Section 2. The shares of the capital stock of this association shall be sold to any individual person co-operative

association, corporation or other association qualified to become a member of this association by the Board of Directors. Shares of this association to be sold at their par value of Five dollars, (\$5.00) each and are non-assessable.

Section 3. The shares of this association are undivided units and are transferable in the books of the association on consent of the Board of Directors only.

ARTICLE 111

MEMBERSHIP.

Section 1. Persons, 18 years or more of age; co-operative associations; corporations and associations which shall subscribe to these By-Laws and endorse the co-operative principles and shall purchase from the stores of the association all necessities that the stores are in position to furnish and is not in competitive business with the association, is eligible to membership in this association. All applicants for membership shall fill and sign an application where the foregoing agreement with number of shares to be purchased, is stated and present the application with remittance for the shares to be purchased to the respective district Executive Committee hereinafter provided or to any member thereof. The Executive Committee shall present all application for membership to the general Board of Directors who shall finally decide whether or not the applicant is eligible for membership in this association. If the application is approved and the applicant found eligible and accepted for membership in this association, a legal stock certificate for the stock purchased by the applicant shall be issued and recorded in the Membership Records

of the association.

Section 2. Any member wishing to withdraw from membership in this association may report to that effect to the respective Executive Committee. The Executive Committee shall immediately report same to the general Board of Directors which shall within three (3) months from the date of withdrawal, purchase and make remittance for the shares thus cancelled, provided that it shall not cause any difficulties or danger to the affairs of this Association, and be it further provided, that the Board of Directors are not authorized to purchase or cancel shares of this Association to exceed 10% of the total stock outstanding in any one year.

Section 3. The Board of Directors shall expell any member from the Association who does not adhere to his or her agreements and with these by-laws or otherwise becomes of detriment to the Association, by purchasing the shares owned by such member in the Association.

Section 4. Each member of the Association shall have only one vote at the meetings of the Association regardless of number of shares owned and one additional vote for each proxy in possession.

Section 5. Each member of the Association shall have the privilege to attend all the branch district and general meetings and use the right of speech and voting. If any member is not able to be present, such member has the right to representation by some member of the Association by proxy. Representation

by proxy at any branch district meeting shall not be allowed. Co-operative Association, corporations and other associations may be represented at Board of Director meetings by proxies

ARTICLE IV

MEETINGS

Section 1. The members of this Association shall hold two kinds of meeting; BRANCH DISTRICT MEETINGS AND GENERAL MEETINGS. The branch district meetings shall be held by members of respective branches, where such branches exist. General meetings shall be held in the City of Boston, Commonwealth of Massachusetts semi-annually, annually or special meetings when necessary.

ARTICLE V

BRANCH DISTRICT MEETINGS.

Section 1. Branch district meetings shall be held in February and August of each year and special meetings as often as deemed necessary.

Section 2. The branch district meetings shall be called by their respective executive committees, issuing a notice of the meetings ten (10) days prior to the meeting, as is further provided in Section 2 of Article five of these By-Laws. Special meetings may be called by the Executive Committee when deemed necessary or on petition by twenty-five per cent (25%) of the membership of such respective district branch. If a call for

special meetings is requested by membership in writing a call for such meeting shall be issued by the Executive Committee within ten (10) days from the date the petition was presented to the Executive Committee.

Section 3. The order of business at February meetings shall be as follows:-

(a) In absence of the President of the Executive Committee any member of the Executive Committee may call the meeting to order:

(b) Election of committee of two on Credentials and to make a written record of members represented and to administer and count votes taken:

(c) Election of Committee of two to approve the minutes of the meeting:

(d) Report of the Executive Committee:

(e) Approving the work and the report of the Executive Committee:

(f) Election of members to the Executive Committee:

(g) Nomination of three members of the Executive Committee to the membership of the general Board of Directors:

(h) Election of delegates to the general meeting of the Association:

(i) Report of general Board of Directors, reading of financial statement of the Association and report of auditors:

(j) Approval of directors report, statement and auditors report and instruction of delegates to the general meeting in

regard to these reports:

(k) Discussion and action on educational work on teaching of co-operation in the district; and

(l) Other business brought before the meeting by members.

Section 4. Same order of business shall be transacted at the August meeting as in February except those mentioned in Section f and 8 of Section 3 Article V, unless some special reason for action on these questions may arise.

Section 5. At special meetings only such questions shall be discussed as are mentioned in the call for the meeting.

Section 6. Decisions of the branch district meeting shall not be effective until approved by the general meeting of the Association.

ARTICLE VI

GENERAL MEETINGS

Section 1. The annual stockholders meeting shall be held on the first Monday in March and the semi-annual meetings on the first Monday in September of each year. Special meetings shall be called as often as deemed necessary by the Board of Directors or at the written request of twenty per cent (20%) of the total membership of the Association, stating the purpose for which such special meeting is requested. The notice of a special meeting shall be given within twenty (20) days from the date of request made by the members and thereon state in condensed form all business to be transacted at such a special meeting.

Section 2. General meetings shall be called by the Board of Directors upon thirty (30) days' notice according to the provisions made by the previous stockholders general meeting or by sending notice by mail to addresses of record or by newspaper publication and by placing a notice at all branches operated by the Association. Branch district meetings shall be called by advertisement placed in newspaper publication as specified by the general meeting except when requested by any member of the Executive Committee. A written notice by mail shall be sent to all members of such respective branch.

Section 3. Any member of the association, Executive Committee, and the Board of Directors shall have the right to propose any business for the consideration of the general meetings of stockholders. Any member, or Executive Committee wishing to propose business to the general meeting of the stockholders shall present such proposals to the Board of Directors in writing sixty, (60) days prior to the stockholders meeting, which the Board of Directors with its own proposals shall bring to the knowledge of the membership through newspaper publication or other convenient manner. Propositions or resolutions made by the Branch District Meeting shall be presented direct to the general meeting.

Section 4. The order of business at annual meetings shall be as follows:

(a) President shall call the meeting to order or in absence

of the President any member of the Board of Directors may call the meeting to order.

(b) Election of Committee of three (3) members on credentials, to make a written record of members represented and administer and count votes taken:

(c) Election of Committee of two (2) members to approve the minutes of the meeting:

(d) Reading of the report of Board of Directors, financial statement and accounts and report of auditors:

(e) Approval of report of Directors, financial statement and the report of auditors:

(f) To pass on allowances for the use of working funds to the Board of Directors:

(g) To pass on the rate of dividend to be paid on capital stock and of apportionment of purchase dividend to be paid to consumers:

(h) Election of Secretary, Treasurer and ten (10) members and seven (7) alternate members to the Board of Directors:

(i) To pass on compensation of officers, Directors and the members of the Executive Committees:

(j) Approval or rejection of decision of the Branch District Meetings:

(k) To pass on manner in which notices of meetings shall be called;

(l) To pass on other business brought before the meeting according to the order of business submitted by the Board of Directors.

Section 5. The order of business at semi-annual meetings shall be the same as at the annual meetings except those mentioned in (f) (g) (h) (i) and (k) of the Section 4, Article VI, unless some special reason for necessity may arise.

Section 6. At any special meeting of the Association no other business shall be transacted except that for which the meeting is called.

Section 7. All special and regular meetings having twenty per cent (20%) of the total membership represented shall constitute a quorum to transact any business brought before the meeting.

Section 8. Decisions of the general meeting of the members (stockholders) shall become effective immediately after adjournment of the meeting.

ARTICLE VII

EXECUTIVE COMMITTEES AND THEIR DUTIES

Section 1. Executive Committees shall consist of nine (9) members elected for term of office of two (2) years. At the end of the first year of office four members are expelled by lot and from then on 5 and 4 members each year as their term of office shall expire. Members of the executive committees shall be elected at the respective branch district meeting at each February meeting. Three (3) alternate members shall also be elected at the February meeting to fill vacancies in the Executive Committee in rotation according to the number of votes

received.

Section 2. The Executive Committee shall elect its President, Secretary and other necessary officers from such respective committee. The President and the Secretary of the Executive Committee shall also be President and the Secretary of the Branch District Meetings.

Section 3. The Executive Committee shall hold their meetings as often as deemed necessary and shall meet in response to any call made by the President or the Secretary or any two members of the committee. Five members of the Committee shall constitute a quorum and the majority vote of members present shall be required on all questions.

Section 4. Duties of the Executive Committee are:

(a) Manage the local affairs of the Association carefully, lawfully and as provided by these By-Laws and the decisions of the Association:

(b) With the branch manager, hire and discharge all employees and determine their salaries and present recommendations to the Board of Directors.

(c) Inspect the performance of work of the manager and other employees and to see that all business is one on cash basis, except as otherwise authorized by the Board of Directors.

(d) As often as deemed necessary, check the cash on hand, obligations and other evidences of indebtedness to the association, take inventory of stock at specified intervals and care for all property of the Association.

(e) Approve applications for membership and report on same to the general Board of Directors with a recommendation. Applications of withdrawals shall be handled in the same manner:

(f) Report and pay to the members the dividends on shares and purchase dividends, according to plans determined by the Board of Directors.

(g) Execute all other duties set forth by the Board of Directors; and

(h) Make report of activities of the Executive Committee for the Branch District Meetings and submit same to the Board of Directors.

Section 5. The Executive Committee is responsible for all its activities to the respective local Branch District meeting of the stockholders (members) and if any loss shall occur through the carelessness or intentional neglect of the Executive Committee, the committee shall be jointly and severally liable for such losses to the Association.

ARTICLE VIII

BOARD OF DIRECTORS AND ITS DUTIES

Section 1. The Board of Directors shall consist of the Secretary and ten directors elected annually for a term of one year. The Board of Directors shall be elected so that at least one member to the Board shall be elected from each Branch District of this Association. In case of vacancy in the Board of Directors an alternate member from such respective branch

shall be called to fill the vacancy. If the number of alternate members shall become exhausted, the respective Executive Committee shall elect alternate members.

Section 2. The Board of Directors shall elect its President, who shall also be the President of the Association, and all other officers except the Secretary, Treasurer, Clerk, and Auditors which are elected by the Association.

Section 3. The meetings of the Board of Directors shall be held at least once each month and must come to order if called by President, Secretary or any two members of the Board. Six members of the Board of Directors shall constitute a quorum.

Section 4. Duties of the Board of Directors are:

(a) To exercise general supervision of the affairs of the Association carefully, lawfully and in compliance with these by-laws and votes of the meetings of the Association.

(b) To employ and discharge the General Manager, Bookkeeper, and other employees and agents of the association and to take into consideration recommendations of the Executive Committees, employ and discharge branch managers and other employees of the branches and decide on their salaries:

(c) To supervise the activities of the manager, bookkeeper and other employees of the association.

(d) To insist from the Manager, Treasurer and other officers and employees of the Association in custody of funds and other property of the Association, a bond in such sum of money as deemed advisable by the Board of Directors; to insure prompt and careful performance of duties; and, as often as

deemed necessary to check cash on hand and other valuable papers and evidences of indebtedness to the Association; cause accounts to be audited, and insist on careful supervision of all property, real and personal, belonging to the Association

(e) To report and supervise the paying of dividends on capital stock and the purchase dividends by these By-Laws.

(f) To approve applications for membership and withdrawals from the Association.

(g) To instruct the branch Executive Committee in supervising the affairs of the Branches:

(h) To represent this Association in other co-operative associations, corporations or other associations of which this association is a stockholder, member, or holder of bonds or securities.

(i) To verify and report to the members all proposed business for the general meetings and, as provided by these By-Laws, issue a call for the meetings on time; and

(k) Between the meeting decide on all business of the Association, unless otherwise provided by these By-Laws.

Section 5. The Board of Directors shall have no authority to open branches or branch stores without the sanction of the general meeting, purchase real estate, sell or convey real estate or to decide on closing the affairs and activities of the association.

Section 6. The Board of Directors shall be jointly

and severally responsible for all losses caused through carelessness or intentional neglect to the association, and the association shall be compensated for such losses.

Section 7. The members of the Board of Directors shall have the right to receive reasonable compensation for traveling expenses and loss of time in attending the meetings of the Board and for other services rendered the association.

ARTICLE LX OFFICERS

Section 1. The President of the Association shall preside at all meetings of the association and the meetings of the Board of Directors, sign with the Treasurer all obligations binding the Association and represent the Association personally or by his attorney in all legal matters. He shall call the meetings of the Board of Directors and observe that no member of the Board or any member of the association, other officers or employees and agents of the Association shall perform any duties illegally and against the provisions of these By-Laws and decisions of the meetings of the Association. In absence of the President, the Vice-President shall perform the duties of the President.

Section 2. The Secretary shall keep a complete record of all the meetings of the Board of Directors and the General Meetings of the association, make a record of the membership; make the reports of activities of the Board; issue calls

for the meetings and perform all the correspondence of the Board. In the absence of the secretary, the alternate-secretary shall perform the duties of the secretary.

Section 3. The treasurer shall receive all money and securities, make all disbursements; submits a financial statement to the Board monthly; sign with the President all obligations binding the association; use and have in his possession the corporate seal of the association and perform such duties as set forth by the Board. In case of disability or absence of the Treasurer the Board of Directors shall elect a temporary treasurer to perform the duties of the Treasurer.

Section 4. The General Manager shall, according to the instructions and rules set forth by the Board of Directors, employ and discharge all salaried employees of the association; branch managers and other employees, perform all buying of merchandise, exercise general supervision of the affairs of the association and branches and perform all duties set forth by the Board of Directors.

Section 5. The auditors shall audit the accounts of the association semi-annually, submit a report of the audit to the Board of Directors who in turn shall submit the reports to the annual and semi-annual meetings of the association. In case of disability of the auditors, the alternate auditors shall perform the work of the auditors. The auditors shall receive a reasonable compensation.

ARTICLE X

APPORTIONMENT OF PROFITS

Section 1. The Board of Directors shall cause the apportionment of profits according to decision of the general meeting as follows:-

(a) Of the net gains of the association dividends at not more than 5% shall be paid on fully paid capital stock;

(b) Five per cent of the balance to the Educational fund;

(c) At least twenty-~~five~~ per cent of the remaining balance shall be placed in the Reserve Fund until the Reserve Fund shall amount to thirty per cent of the paid in capital stock; and

(d) The remainder or part thereof the Board of Directors shall cause to be apportioned to the members on basis of patronage and to non-members so that they shall receive on their patronage one-half of the uniform percentage of savings to members; said savings to non-members shall be credited to their capital stock account until they shall have at least one share paid in; and if the general meeting of the association has so decided, a patronage dividend (saving) may be paid in proportion to the employees of the Association according to the wages received. If the Board of Directors shall not be able to approve any application for membership of such a consumer whose account has been credited with patronage savings, and saving shall be paid in cash. If any member does not collect his share of

savings during a fiscal period his personal account shall be credited with such funds.

ARTICLE XI

GENERAL PROVISIONS

Section 1. The meetings of the Branch Districts shall be authorized to send one (trustee) delegate for each fifty (50) resident members of such respective branch to general meetings. The members of such branch may present their proxies to selected delegates to represent them at the general meetings of the association. The traveling and other expenses and loss of time shall be compensated from the funds allowed to the Board of Directors for such purpose. Any member that refuses to present his proxy to selected delegate and wishes to be present at the meeting personally or by a personal representative holding proxy may do so, but the expense and the loss of time shall not be paid by the association.

Section 2. This association shall prefer union labor and shall handle goods bearing union labels as much as is practically possible, and in purchasing co-operative establishments are given preference.

Section 3. The fiscal year of this association shall begin on the first day of January and shall end on the thirty-first day of December, but the term of the directors, officers and the executive committees shall begin on the date of the meeting when their work has been approved and their successors are elected.

Section 4. In case of resignation or discharge of the General Manager, bookkeeper and other agents or employees of a general nature shall have the sixty days' notice and the branch ~~managers~~ thirty days and other employees fifteen days' notice binding both parties, except when it is necessary on account of criminal performance of duties or if employee is responsible for loss to the association, the Board of Directors shall discharge such employee without notice.

ARTICLE XII

AMENDMENTS

Section 1. These By-Laws may be amended or altered at the annual meetings of the association by a majority vote of the members represented at the meeting. Any proposed amendments or alterations to these By-Laws shall be presented in writing to the Board of Directors sixty days prior to the meeting, except if proposed for consideration by the Board of Directors or by any meeting of a branch. Amendments or alterations to these By-Laws shall be effective immediately after the adjournment of the meeting.

ARTICLE XIII

DISSOLUTION OF THE ASSOCIATION

Section 1. Proposed resolution to dissolve the association shall be in the hands of the Board of Directors sixty days prior to the meeting where the question is to be

discussed and to be carried shall receive two-third majority of votes of all members represented at the meeting.

On motion duly made and seconded, it was

VOTED: To proceed by ballot to the election of a Board of eleven Directors. Thereupon all of the incorporators proceeded to cast one ballot each and Wilho Boman, Otto F. Fonsell, Otto Saarinen, Mikka Korpi, Victor Syrjala, Charles J. Lehto, Charles Bruce, Alfred Torppa, John Lahti, John Suominen, and John T. Suominen were elected unanimously and thereupon severally accepted their offices and entered upon the discharge of their duties.

Upon motion duly made and seconded, it was

VOTED: To proceed by ballot to the election of a Treasurer. Thereupon all of the incorporators proceeded to cast one ballot each and Adolph Wirkkula, was declared elected unanimously and thereupon accepted and entered upon the discharge of the duties of his office.

Upon motion of John Suominen duly made and seconded, it was

VOTED: To proceed to the election of a Clerk-Secretary. Thereupon all the incorporators proceeded to cast one ballot each and Mr. John Suominen was declared elected unanimously and thereupon accepted the office and entered upon the discharge of the duties of his office after being duly sworn as appears by the following certificate:

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

BOSTON, July 19, 1919

Then personally appeared the above named John Suominen and made oath that he would faithfully discharge the duties of the office as Clerk of the United Co-operative Society.

Before me,

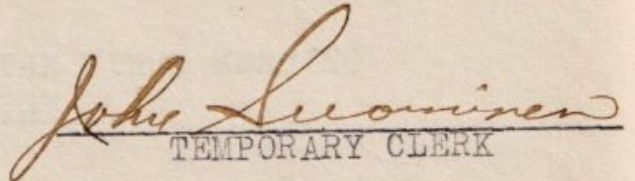

NOTARY PUBLIC

My Commission expires December 22, 1922.

Upon motion duly made and seconded, it was

VOTED: To adjourn

I, John Suominen, Temporary Clerk of the first meeting of the incorporators of the United Co-operative Society hereby certify and attest that the foregoing is a true and accurate record of the proceedings held at said first meeting to and including the qualifications of the Clerk of said co-operation.


TEMPORARY CLERK

A true Record

Attest:

A true record after my election as Clerk

Attest:


CLERK

MINUTES OF THE FIRST MEETING
OF DIRECTORS

The first meeting of the Board of Directors elected by the incorporators of the United Co-operative Society was held at Room 810, #20 Pemberton Square, in the City of Boston, Massachusetts at 5:30 P.M. on the nineteenth day of July 1919.

Present: Wilho Boman, Otto F. Fonsell, Otto Saarinen, Mikko Korpi, Victor Syrjala, Charles J. Lehto, Charles Bruce, Alfred Torppa, John Lahti, John Suominen, John T. Suominen being all the directors of the co-operative.

Mr. Wilho Boman called the meeting to order and presided throughout.

The following waiver of notice of the meeting, signed by all of the Directors of the corporation was read and ordered filed with the records of the Board of Directors.

WAIVER OF NOTICE OF THE FIRST MEETING
OF DIRECTORS

We, the undersigned, being all of the members of the Board of Directors elected by the incorporators of the United

Co-operative Society, hereby waive notice of the time and place of the first meeting of the said Board of Directors, and of the business to be transacted at said meeting.

We, designate the nineteenth day of July 1919 at 5:30 P.M. as the time and at Room, 810, #20 Pemberton Square, Boston, Massachusetts, as the place of said meeting, the purpose of said meeting being to elect officers; for the transaction of such other business as may be necessary or advisable to complete its organization and to facilitate the carrying on of its complete business.

Wilho Boman

Charles Bruce

Otto Saarinen

Alfred Torppa

Otto F. Fonsell

John Lahti

Mikko Korpi

John Suominen

Victor Syrjala

John T. Suominen

~~Charles Bruce~~

Charles J. Lehto

Upon motion of John Suominen duly made and seconded, it was VOTED: To proceed by ballot to the election of a President of the Co-operative. All the ballots cast were for Wilho Boman.

Upon motion duly made and seconded, it was

VOTED: That Wilho Boman, Otto F. Fonsell, Otto Saarinen, Mikko Korpi, Victor Syrjala, and Charles Bruce being a majority of the Board of Directors, shall forthwith make, sign and make oath to the Articles of Organization, in the form

required by the laws of the Commonwealth, which shall be submitted to the Commissioner of Corporations for his examination and approval. Upon the endorsement of the approval of the Commissioner upon said articles of organization, the said Directors are hereby authorized and directed to pay the organization fee required by law and to file the said articles in the office of the Secretary of the Commonwealth.

Upon motion of John Suominen, duly made and seconded, it was

VOTED: To adopt as the seal of the co-operative the seal presented at this meeting, an impression of which is hereby directed to be made in the minutes of this meeting.

Upon motion duly made and seconded, it was

VOTED: That the Treasurer be empowered to procure the necessary books and seal for the co-operative.

Upon motion duly made and seconded, it was

VOTED: That the President and Secretary be empowered to call meetings of the Board of Directors and shall call the same upon the written request of any two members of the Board by giving notice of the time and place of said meeting, such notice to contain a brief statement of the business to be transacted.

Upon motion duly made and seconded, it was

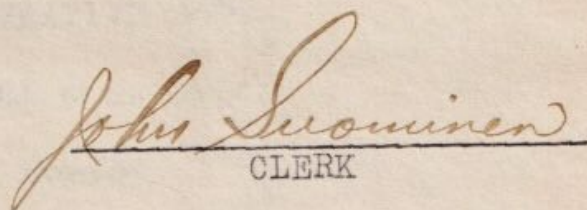
VOTED: That the proper officer of the co-operative prepare and file with the Secretary of the Commonwealth of Massachusetts the Articles of Organization of the United

Co-operative Society together with such certificates of the issue of the capital stock of the co-operative as may be required by law.

Upon motion, it was unanimously

VOTED: To adjourn.

The meeting was then adjourned.


CLERK

A true Copy

ATTEST:-

WE, whose names are hereto subscribed, do, by this agreement, associate ourselves with the intention of forming a corporation according to the provisions of chapter 437 of the Acts of the year 1903, of the Commonwealth of Massachusetts, and the acts in amendment thereof and in addition thereto.

The name by which the corporation shall be known is

UNITED CO-OPERATIVE SOCIETY

The location of the principal office of the corporation within the Commonwealth is the

City of Boston ~~and outside the Commonwealth~~
~~the~~ of ~~State of~~

The purposes for which the corporation is formed and the nature of the business to be transacted by it are as follows:— To buy, sell, manufacture and deal in every manner of groceries, provisions, food stuffs, clothing, and commodities of every description.

To acquire, hold, lease, operate, manage, develop, control, built and maintain for the purposes of said business any real and personal property and any rights or privileges which the company may think necessary or convenient for the purposes of its business either directly or indirectly or through ownership of stock in any corporation.

To purchase or acquire good will, rights, properties and assets of all kinds and to undertake the whole or any part of the liabilities of any person, firm, association or corporation and to pay for the same in cash, stock, bonds, debentures or other securities of this corporation or otherwise.

To manufacture, repair, purchase, sell and deal in machinery, tools and appliances which are or may be used in buying, selling, manufacturing and dealing in the above materials.

The co-operative shall have all of the powers and enjoy all of the privileges granted by the law of Massachusetts to corporations organized under the general law.

The total amount of its capital stock to be authorized is

Seventy-five thousand dollars.

The par value of its shares is { ~~Preferred~~ dollars.
Common Five dollars.

The number of its shares is { ~~Preferred~~
Common 15,000

[NOTE. — State "the restrictions, if any, imposed upon the transfer of stock; and if there are to be two or more classes of stock, a description of the different classes and a statement of the terms on which they are to be created and the method of voting thereon."]

Article II, Section 3. The shares of this association are undivided units and are transferable in the books of the association on consent of the Board of Directors only.

Article III, Section 4. Each member of the association shall have only one vote at the meetings of the association regardless of number of shares owned and one additional vote for each proxy in possession.

Article III, Section 5. Each member of the association shall have the privilege to attend all the branch district and general meetings and use the right of speech and voting. If any member is not able to be present, such member has the right to representation by some member of the association by proxy. Representations by proxy at any branch district meeting shall not be allowed. Co-operative associations, corporations and other associations may be represented at Board of Director meetings by proxies.

association shall be in the hands of the Board of Directors. Any question of business shall be brought before the Board of Directors at least ten days prior to the meeting where the question is to be discussed and to be carried shall receive two-third ($2/3$) majority of all members represented at the meeting.

Proper First Names Should be Written in Full

Initials and abbreviations are not sufficient. A careful observance of this suggestion will help you and us.

(If seven days' notice is given, use the following form.)

The first meeting shall be called by

of

(If notice is waived, use the following form.)

We hereby waive all requirements of the statutes of Massachusetts for notice of the first meeting for organization, and appoint the nineteenth day of July, 1919, at 5 o'clock A.M., at Room 810, 20 Pemberton Square, Boston, Mass. as the time and place for holding said first meeting.

The names and residences of the incorporators and the amount of stock subscribed for by each are as follows: —

NAME.	RESIDENCE.	AMOUNT SUBSCRIBED FOR. PREFERRED COMMON.
Wilho Boman	129 Waldon St. Fitchburg	\$5.00
Otto F. Fonsell	48 Main St. Maynard	5.00
Otto Saarinen	33 Granite St, Quincy	5.00
Mikko Korpi	7 Edwards St. Worcester	5.00
Victor Syrjala	15 Savan Ave. Norwood	5.00
Charles J. Lehto	R.F.D#1 Box 852, E. Templeton	5.00
Charles Bruce	1 Crest Ave, Peabody	5.00
Alfred Torppa	31 Barker Street, Maynard,	5.00
John Lahti	63 Chafen St. Norwood	5.00
John Suominen	26 Taft St. Fitchburg	5.00
John T. Suominen	17 Sand St. Gardner,	5.00

IN WITNESS WHEREOF, we have hereunto set our hands, this nineteenth day of July in the year nineteen hundred and nineteen.

Wilho Boman. *John T. Suominen*
Otto F. Fonsell *Alfred Torppa*
Otto Saarinen
Mikko Korpi.
Victor Syrjala.
Charles J. Lehto
Charles Bruce

Pöytäkirja tehty Yhdistyneiden
osuusliikkeiden johtokunnan
jatkokokouksessa Roskova Heinäk.
19 p. 1919.

1
Seuravilla olivat kaikki
julkuri valituksi tulleet joh-
tokunnan jäsenet: Mikko Bayon,
Otto Fonsel, Otto Saarinen, Mikko
Korpi, Viktor Syyjä, Chas. Lehto,
Charles Bruce, Alfred Toxippa,
John Lahti, John T. Seomunen ja
John Seomunen.

2
Kun johtokunnan aikasemmassa
kokouksessa, josta pöytäkirja on edem-
päin, ja pidetty samana päivänä,
oli päätetty niistä asioista jotka
seuravilla oli päätettäväkseen aset-
tamut, saadaakseen liikkeen lai-
listuttamistyön suoritetuksi, pi-
dettiin tämä jatkokokous jossa
pöytäkirja ottaa käsiteltäväksi
liikkeen vakavat asiat.

3
Tulienpöytäkirja toinen yhtiön
yhtiön presidentti W. Bonney
ja kirjuri yhtiön kirjuri J. Seomunen

INTO CO-OPERATIVE STORES, INC.

MEN'S FURNISHINGS AND SHOES
GROCERIES, PROVISIONS AND BAKERY GOODS

STORES AT:
815-819 MAIN STREET
79½ MECHANIC ST., 171 ASHBURNHAM ST.
207 ROLLSTONE ST.



815 MAIN STREET

FITCHBURG, MASS. Joulukuun 30p., 1920.

Mr. W. Niemelä,
K. Toveri.-

Nyt kun tämä meidän maitohuone alkaa olla valmis ja ollaan valmiit tekemään lopullinen laskelma siitä mitä se tuli maksamaan tulin ajatelleeksi, että niistä meidän edellisen vuoden jakamattomista voittovaroista voi vieläkin olla riittävä summa jällellä kuitataksaan koko laskun. Tarvitsee vaan tehdä kirjoissa sen mukaiset siirrot ja siksi ehdotan että jakamattomiksi jääneet 1919 voittovarot käytetään täten. Teen asiasta ehdotuksen paikallis-johtokunnalle ensikokouksessa ja jos tarpeellista yleiselle johtokunnalle sen ensimmäisessä kokouksessa.

Jos johtokunnatkin asian käsittävät oikein, ei niillä liene mitään tätä vastaan.

Kirjotin tästä sinulle etukäteen, että voit asiaan tutustua.

Tämä tietystikään ei merkitse sitä että me keskeyttäisimme varojen hankinnan koneiden maksamiseksi, mutta voittovarot tulevat silloin käytettyä oikeaan paikkaansa, tavalla josta ei ole vastaisuudessa vuotuisia menoja.

Toverillisesti,

H. E. Grandohl

of 1/2