Coosaw Futures Management Team Minutes — 2026 06 23

River Club, Second Floor | 5:30 PM — Adjournment

ATTENDING	NOT PRESENT
Kurt Wachholz, President Marshall Pepper, Treasurer / Registered Agent Mark Hooper, Secretary Brooks Tucker, Manager Kathy Grigg, Manager	Larry Loucka, Manager

Kurt Wachholz presided as President and meeting facilitator. Larry Loucka was absent and had communicated to the Secretary his concern that insufficient time had been provided for thoughtful review of the proposed motions.

KEY OUTCOMES

The Management Team approved the June 16 minutes, received updates on attorney engagement and D&O insurance, finalized open house preparations for June 24, confirmed committee mentor assignments, passed three formal motions ratifying prior corporate actions, entered three additional motions into the record for future consideration, received the first formal financial report, and signed the Good Faith Acknowledgment of fiduciary duties.

DECISIONS MADE

- **Minutes**: June 16, 2026, minutes approved for publication. Moved by Marshall Pepper; seconded by Kathy Grigg. Approved unanimously.
- **Open house handout**: Two-page handout approved for printing — 75 copies, single page front-and-back, color. Email address to be updated to info@ before printing. Brooks Tucker to arrange print run the morning of June 24.
- **Membership and dues at open house**: Formal membership applications will not be distributed at the June 24 open house. If attendees offer payment, checks will be accepted, noted, and acknowledged by email. A sign-in sheet will capture contact information. Formal membership enrollment will launch at the first Knowledge Series session in July.
- **Open house facilitation**: The Management Team agreed to actively manage the tone of the event, redirect discussions that risk becoming unproductive, and ensure the event remains a listening forum.

- Open house communications: No reactive communications to be sent before the open house in response to recent external correspondence. Post-open house communications to be discussed at the next meeting.
- **Alcohol policy**: Following a venue policy clarification received before the meeting, the open house will be alcohol-free. No alcohol will be provided by the organization. Attendees will be notified in advance, and a sign will be posted at the entrance.
- **Committee mentor assignments confirmed**: Communications — Brooks Tucker; Membership — Kathy Grigg; Infrastructure — Mark Hooper; Financial — Marshall Pepper; Legal Affairs — Kurt Wachholz; Administration — Larry Loucka. The term 'mentor' reflects that MT members are currently launching and recruiting for committees, with the goal of transitioning committee leadership to community volunteers.
- **Motions process**: The MT agreed to vote on three time-sensitive motions tonight and enter three additional motions into the record for future consideration.
- **Good Faith Acknowledgment**: All five present Management Team members signed the Good Faith Acknowledgment of fiduciary duties at the close of the meeting. Larry Loucka's signature will be requested at the June 24 Open House.
- **Payment platform**: Decision deferred to a future meeting to allow all members adequate time to research available options. Cash and check only at the open house.
- **Bylaws**: Draft v7 exists with comments not yet fully incorporated. Kurt Wachholz to review and update before distribution to the full MT. Following MT review, the draft will be shared with enrolled members during a comment period. Attorney Ben Traywick to review before formal adoption.
- **Mission and vision objectives**: Members asked to individually draft 4–5 personal objectives. A future session will consolidate these into group priorities, potentially broadened to include founders and engaged community members.

MOTIONS PASSED — JUNE 23, 2026

The following three motions were the first formal votes taken by the Management Team since incorporation. All three passed unanimously.

MOTION 1 — 501(c)(3) Application Ratification		
The Management Team of Coosaw Futures, Corp. ratifies and approves the filing of the application for 501(c)(3) tax-exempt status submitted to the Internal Revenue Service on June 19, 2026, as an authorized act of the Corporation.		
Moved by: Marshall Pepper	**Seconded by:** Kathy Grigg	**Result:** **PASSED UNANIMOUSLY**

Context: The June 2, 2026 minutes recorded a decision to defer the 501(c)(3) filing. The application was subsequently filed on June 19, 2026. This ratification vote closes the governance gap between the recorded June 2 decision and the action taken.

MOTION 2 — Bank Account Ratification

The Management Team ratifies and approves the opening of the Wells Fargo nonprofit business account on June 18, 2026, as an authorized act of the Corporation.

Moved by: Marshall Pepper **Seconded by:** Kathy Grigg **Result:** **PASSED UNANIMOUSLY**

Context: The Wells Fargo account was opened on June 18, 2026 in advance of a formal Management Team authorization vote. This motion ratifies that action and establishes the governance record.

MOTION 3 — Authorized Bank Signatories

Designate Marshall Pepper (Treasurer), Louise Urbanik, and Larry Loucka as the three authorized signatories on the Wells Fargo account.

Moved by: Marshall Pepper **Seconded by:** Kathy Grigg **Result:** **PASSED UNANIMOUSLY**

Context: The signatory arrangement had been informally agreed upon but not formally voted on. Kurt Wachholz is not a signatory on the account. This motion confirms the arrangement in the formal record.

MOTIONS ENTERED INTO RECORD — FOR FUTURE CONSIDERATION

The following three motions were entered into the minutes at the direction of the Management Team. They have not yet been voted on and will be brought forward at a future meeting.

MOTION 4 — Dual-Control Financial Framework (DEFERRED)

No check, electronic transfer, online payment, or debit card transaction shall be processed without the approval of any two of the three authorized signatories. For checks: two signatures required. For electronic transactions: written email approval from two of the three signatories, retained in organizational records. [Optional: Single transactions under $50 may be processed by one signatory with a receipt submitted to the Treasurer within 48 hours.]

Status: Entered into minutes for consideration. To be brought to a vote at a future meeting.

MOTION 5 — Open House Scope and Dues Framing (DEFERRED)

The open house on June 24, 2026 will accept membership dues only — $250 per household annually — by cash or check. No charitable donations will be solicited or accepted at the open house. All volunteers at the enrollment table will use the framing '$250 per household per year' exclusively.

Status: Entered into minutes for consideration. To be brought to a vote at a future meeting.

MOTION 6 — Bylaws Extension (DEFERRED)

The Management Team formally extends the formation period authority under Bylaws §12.2. The Bylaws shall be formally adopted no later than August 11, 2026, following attorney review by Ben Traywick. Written notice of any proposed amendments shall be distributed to all enrolled members at least five days before the MT adoption vote.

Status: Entered into minutes for consideration. To be brought to a vote at a future meeting.

ATTORNEY ENGAGEMENT UPDATE

Kurt Wachholz and Larry Loucka met with Ben Traywick on June 22, 2026 for approximately one hour. Documents previously uploaded to Ben's secure system were confirmed as received. The meeting was informational — focused on orienting Ben to the organization's priorities and identifying documents for his initial review. Ben indicated that formalizing the entity and maintaining D&O coverage are advisable steps. A follow-up engagement is expected after Ben completes his initial document review.

D&O INSURANCE STATUS

Three D&O insurance quotes have been obtained and are available for Management Team review. Carriers and coverage details will be presented at the next meeting for a formal decision. The MT did not vote on insurance purchase at this meeting.

Note: Kurt Wachholz submitted the following correction by text message to the Management Team on June 23, 2026, following the meeting:

> All, a correction to my D&O report from our meeting. I was able to talk to both of the firms I contacted and obtain quotes. We now have three options to review.
> -- Kurt Wachholz, President | Text message to Management Team, June 23, 2026

FIRST FORMAL FINANCIAL REPORT

Marshall Pepper, Treasurer, presented the first formal financial report as of June 23, 2026, and indicated his intention to present a report at every future Management Team meeting.

ITEM	AMOUNT / STATUS
Total received to date	**$6,800.00**
Current checking account balance	**$2,695.93**
Attorney retainer — Ben Traywick (disbursed)	$4,000.00
Check purchase — Louise Urbanik, debit card (disbursed)	$104.07
SC incorporation filing fee — Marshall Pepper (disbursed)	$335.00
Outstanding reimbursements: Brooks Tucker (printing/postage), Nick Boreggine (expenses), Kathy Grigg (food service)	Amounts TBD — receipts to be submitted to Treasurer

NEXT MEETING

June 24, 2026 — Community Open House, River Club, 6:30 PM. (This is a community event, not a Management Team meeting.)

June 30, 2026 — Next regular Management Team meeting

ADJOURNMENT

Motion to adjourn by Marshall Pepper; seconded by Brooks Tucker. Approved unanimously.

Corrections should be communicated to the Secretary within three days of circulation. Minutes will be presented for approval at the next Management Team meeting.

Prepared by: Mark Hooper, Secretary	Date circulated: 26 June 2026
Approved by: Management Team	Date approved: 30 June 2026