



MEETING AGENDA
Whitewater Grocery Co
Board of Directors

Mission & Vision: *Whitewater Grocery Co.'s mission is to support farm to table eating, to be a model of environmental sustainability, to stimulate the local economy, and to create a "third space" for the Whitewater community. To accomplish this mission, we will build a grocery store that sells local and organic foods and is as affordable and accessible as possible.*

Date: Monday, January 14, 2019

Meeting Time: 6:30 p.m.

Location: Whitewater Innovation Center, 1221 Innovation Drive, Whitewater WI

Description: Meeting of the Board of Directors of the Whitewater Grocery Co.

Invited: Board of Directors, all owners of the Whitewater Grocery Co.

1. Call to Order (5 min.)
 - o Reading of Mission & Vision
 - o Intention of Meeting:
 - o Agenda review and approval.
2. Owner Comment Period (*up to 10 minutes - 3 minutes per owner*) - No formal Board action will be taken during this meeting although issues raised may become a part of a future agenda. Owners are allotted a three-minute speaking period. Specific items listed on the agenda may not be discussed at this time; however, Owners are invited to speak to those specific issues at the time the Board discusses that particular item.
3. Presentation by Grace Crickette Taylor on potential partnerships with UWW (15 min.)
4. Consent Agenda (5 min.) - Items may be removed from the consent agenda on the request of any one member. Items not removed may be adopted by general consent without debate. Removed items may be taken up either immediately after the consent agenda or placed later on the agenda at the discretion of the board.
 - o Approval of minutes from the December Board Meeting
 - o Approval of Committee Reports
 - i. Outreach and Ownership Committee
 - ii. Board Development Committee
 - iii. Site Selection Committee
 - iv. Finance & Legal Committee
5. Action Items from Last Meeting (10 min.)
 - o *Jo, Lacey, & Anne will develop a Board Education plan for 2019 and present at the Dec. Board Meeting in the form of the 2019 Board Calendar. Jo, Lacey & Anne will present at the January Board Meeting.*
 - o *Lacey & Anne will develop a Board Policy Monitoring plan for 2019 and present at the Dec. Board Meeting in the form of the 2019 Board Calendar. Lacey & Anne will present at the January Board Meeting.*
 - o *Lacey will distribute the final version of the January 20 Board Retreat Agenda and will include any homework or materials that we'll need to bring along with food & beverage assignments.*
 - o *Outreach & Ownership will assess, review & refresh the 500 & Beyond marketing plan. Brienne will add to the Outreach & Ownership meeting agenda.*



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- *The Ownership & Outreach Committee will research the cost to purchase ads in the Daily Jefferson County Union, Janesville Gazette, and Whitewater Register.*
 - *Brienne will do some research and draft a proposal on how we can work with the Whitewater Community Foundation on a Memorandum of Understanding for a charitable donation pass-through for the January meeting.*
 - *For the Onboarding Materials, Jo will update the dates for 2019 on the Absolute Time Commitments, and modify the Time Commitments to include a continuing education requirement of at least 20 hours that could be fulfilled through the attendance of the Up & Coming Conference, Peer Conference Calls, etc. She will also include in the Absolute Time Commitments how much time should be spent monthly on board business. These items will be done by Dec. 1 and reviewed annually in September. Jo will complete by the January Board meeting.*
 - *Brienne and Jen will submit another round of expenses to FCI for reimbursement of the grant. Brienne will write the narrative and Jen will itemize the expenses and assemble the receipts for all costs after 9/22/17 and before 9/21/18 by Friday, Dec. 14. Brienne will submit by 12/20/18 and copy Jen.*
 - *Jen and the Outreach & Ownership Committee will develop a policy for owners who have committed to paying the cost of the ownership shares in installments, but who's installment payments have fallen in arrears. Brienne will add to this topic to the Ownership & Outreach agenda and invite Jen to come speak to the agenda item by the end of January.*
 - *Jen will make the transition into QuickBooks by the first quarter and will work one or two other individuals until the task is done.*
 - *Jen will work on the sales tax return and tax return in January and will work towards completing this task by the statute deadline.*
 - *The Finance & Legal Committee will add the following items to their list of responsibilities:*
 - i. develop a calendar of all the things that need to be done and when*
 - ii. determine when and by whom the audit will be conducted*
 - iii. research the requirements of a capital campaign*
 - iv. develop a relationship with a new lawyer*
 - *Jen will work with the Brienne and the Ownership & Outreach Committee to develop an owner information audit policy and procedure. Brienne will review the Ownership & Outreach Charter to make sure that one of the responsibilities includes ensuring that the owner information is accurate and secure.*
 - *The Board Development Committee will develop a travel reimbursement policy.*
 - *Al will draft a timeline, identify needs, set up tasks and create an outline for the Business Plan and present it to the Board at the January meeting.*
6. Financial Report - Jen (10 min.) Dashboard & Budget
7. Committee Updates
8. Board Business (20 min.)
- Business Plan Review
 - Market Study - review proposals of recommended consulting firms
 - i. Jacqueline's recommendations
 - ii. G2G Information



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- iii. Dakota Worldwide Proposal
- 9. Board Learning - Lacey (10 min.)
 - o Our Board learning process for 2019 - Board Development Topics
 - o Overview of Lacey's visit to Ever'man Co-Op in Pensacola, FL
- 10. Policy Review (10 min.)
 - o Audit process
 - o Review Board Charter (no recommended changes at this time)
- 11. Progress Review (10 min.)
 - o Feasibility Progress Report and Dashboard Review
 - o Timeline (after our board retreat, review quarterly)
 - o Needs Assessment (after our board retreat, review quarterly)
- 12. Review upcoming events and tasks (10 min)
 - o Board Retreat, Jan. 20
 - i. Meal plan
 - o Board Calendar
 - o Outreach and Ownership Calendar
 - o Future Agenda Items:
 - i. Action Items
 - ii. Board Requests
 - iii. Education
- 13. Closed Session - The Board may elect to enter into a closed session to discuss matters of confidentiality such as personnel issues, acquisition of property, attorney consultation, or other issues of competitive confidence.
- 14. Adjourn