



MEETING MINUTES
Whitewater Grocery Co
Board of Directors

Whitewater Grocery Co.'s mission is to provide local jobs for local people, to support farm to table eating, to be a model of environment sustainability, and to create a "third space" for the building of community in Whitewater. 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: November 18, 2017

Time: 9:00 a.m.

Location: Cravath Lake Park Community Building

Attendees: Al Stanek, Anne Hartwick, Brienne Diebolt-Brown, Greg Majkrzak, Jennifer Crone, Joanna Baker, and Lacey Reichwald.

The meeting was called to order at 9:02 a.m. by Lacey Reichwald

Nomination and Election of Officers

We currently do not have a charter for the Board of Directors that describes the role of the officers, but we do have a working agreement for the Steering Committee. Al moved that we adopt the roles outlined by the CDS Consulting Co-op Board Process Officers' Roles Policy. Second by Brienne. Motion passed without dissent. .

Anne moved to open nominations. Second by Lacey. Motion passed without dissent. The following nominations were submitted:

- Brienne nominated Lacey as President. Second by Jen.
- Anne nominates Jen as Treasurer. Second by Jo.
- Lacey nominates Anne as Secretary. Second by Greg.
- Al nominates Greg as Vice President. Second by Anne.

Anne moved to close nominations. Second by Lacey. Motion passed without dissent. Al moved that we unanimously approve the slate of officers as nominated. Second by Anne. Motion passed without dissent.

Brienne move to approve the minutes from [Annual Meeting \(October 25, 2017\)](#). Second by Jen. Motion passed without dissent.

Annual Meeting

The Board took a moment to reflect on our first annual meeting. Lacey said that of all of the co-ops we talked to, there was very little information about how to conduct an annual meeting. We are attempting to document everything, from timeline, to script, to promotional plan to help future co-ops as they plan for their first owners' meeting. For our October event, 101 owners RSVP'd and



90 attended. We thought that with 100 people replying yes, we would have 200 people total in attendance. We did overestimate on the food, but still came in at budget. 841 Brewhouse was a wonderful place to hold our first event. For future meetings, we might want to think about holding it at a different venue, perhaps outside and have it be more of a family friendly event, perhaps even a potluck. We received a lot of great reviews from those who attended. Many people really enjoyed our guest speaker, Jacqueline Hannah, and the visioning exercise. Al said that we may want to review our mission and vision at a future meeting and consider ultimately rearranging the listing of our priorities. The #1 priority was "providing employment." Is that really our #1 function? To be a local employer? We discussed how our mission & vision will change as we move through the process.

Outreach & Ownership Committee Report

Brienne provided a report from the committee. She asked that everyone look at their bio on the website and provide updated information to Anne. We will be revising our home page within the next two-three months to make it more interactive and engaging. Brienne provided an explanation of our website, Nationbuilder. It is our website as well as our constituent relationship management tool. It is where we keep track of our owners, our volunteers, and our prospects. In terms of ownership, we would like to reach 300 owners by the end of the year. We are working on Gift Ownership option. Al suggested distributing a press release to help promote our Gift Ownerships and promote this option at the Whitewater Parade of Lights. We also talked about modifying our lawn signs with the application of a permanent sticker with our website listed as that is currently not a part of the piece. We will be participating in the Whitewater City Markets, twice a month starting in January. We did not receive any interest from our volunteers about walking in the Whitewater Parade of Lights on Dec. 1. Some of our biggest priorities include community presentations, engaging with the University., and planning for our first ownership drive. Our Committee meets every other Wednesday at 3:30 p.m. We are looking at perhaps changing the meeting times to make it easier for others who may be interested in being on the committee to attend.

Anne moved to approve the Outreach & Ownership Committee Chart. Second by Brienne. Motion approved without dissent.

Business Administration Committee Report

Jen delivered this Committee report. They have not met since before our last Steering Committee meeting, but they will be meeting before the end of the year. Their charter is to meet quarterly and they currently have two members: Dustin Reichwald & Jen Crone. There are several excellent possible additions to this committee that signed up on the volunteer sheets at the Annual Meeting who indicated an interest in the Committee. Between Dustin & Jen, they will reach out to them and let them know when the meetings will take place.



Discussion ensued about how much money it costs a business to process credit cards, typically around 2%. We talked about providing incentives for people to use cash or check rather than credit cards.

The charter was not presented for review and approve by the Board. This action was tabled until after the charter has been updated from acting as a task group to a committee. Jen will be working on this to present at a future meeting.

Financial Report

Jen presented the financial report by starting out with a review of the account balances. Our checking and savings accounts are with Fort Credit Union. We also have a PayPal account. She talked about keeping a balance of between \$3,000 - \$5,000 in the PayPal account, and transferring the rest to our savings account. Jen will be developing a policy regarding PayPal account balances. More detailed transactional reports can be found on the Google Drive. If any Board members want additional information to be provided on a regular basis, she can change her reports. We just need to ask her. Part of her report includes how much we have spent on purchasing T-shirts and yard signs and how much cash we've brought in for T-shirts and yard signs. The expense transactions reports includes a listing of all expenses we've incurred since the last report. Member Events includes annual owners meeting & the volunteer training in Summer.

Jen asked that we establish a clear policy on handling owners that are behind in their payments. Jen will work on that policy for board approval. Jen is still working on the process of invoicing manual installments. Related to this process is the question of documentation -- what we do in the Google Drive owners' list, and what we do in Nationbuilder. Anne will review minutes from previous Steering Committee meetings and provide Jen with policy as previously defined by the Steering Committee. Jen would like us to adopt a more formal practice for acknowledging the people that have paid in full by sending them a notice. Jen will draft a policy and process for board approval.

Budget

During the last meeting as a Steering Committee, we adopted a budget to run through March 31, 2018. We are currently tracking the budget by calendar year. When we applied for our tax ID number, we stated that our fiscal year is the calendar year. The Board thought that an annual budget may not be the way we want to function. Rather, we may want to be working towards a staging budget vs. budget by date and set a hard date for the end of the organization stage. We are now into the Stage 2a. The feasibility study cost should be placed in Stage 2a. Al moved that we approve the budget. Second by Jo. Motion passed without dissent.

Annual Meeting Report

Lacey will follow up via email and deliver an annual meeting report to all board members when it is completed by Dec. 1.



Election Report

This report was compiled by Dustin Reichwald and was sent to the Board prior to the meetings. All moved to accept the Election Report. Second by Greg. Motion approved without dissent.

Business Administration Directives

We reviewed the business toolkit which lists all of our communication tools and business applications. Lacey asked that everyone who has not done so, create a wwgroco@gmail.com email address. We talked briefly about GQueues as a means of holding everyone accountable to their tasks. We are actively seeking an office space. We would like to be centrally located when we have events downtown. We want a location where people can pick things up. We are not looking at this time to hire a full-time staff, but we would ask that Board members sign up for slots. We hope to hire an intern for marketing or business administration functions. Our ideal location is to have a storefront. We will be looking at spaces in the Mainstreet Shops and the Innovation Center.

Preliminary Market Study

The [Preliminary Market Study](#) was completed by Keith Wicks. We are planning to hold a conference call with him to discuss the report and ask him some clarifying questions about the report. According to Keith, the Whitewater market has about 16,000 residents with \$700,000 in weekly retail food potential. We want to make sure that buying habits are captured in the study. Because of the unique aspects of the Whitewater community, for nine months of the year, all of our population is centralized in the downtown and west segments of town. Traffic counts on the east side and County Hwy P are higher during the summer months. We all agreed that we should not automatically rule out the east side. There are other groups that are willing to build in the Eastside Corridor, but they are waiting until someone goes first. If you are coming from Palmyra or Whitewater Lake, the east side is definitely a more desirable location.

We also talked about the impact of Sentry closing in Elkhorn. That market area is being pushed to Whitewater. We talked about Kwik Trip being a complementary merchant rather than a competitor. We talked about the need to make our destination attractive enough for people to visit us and purchase from us.

We also talked about the expansion of Starin Road to the Whitewater University Technology Park and what this means to the community as well as the new hotel that will be developed in the parking lot of the old Sentry building. We've been approached by the Popes who own the the BP Gas Station and old video rental building at 5 Points to see if we might be interested in partnering with them to build the grocery store at that location. As a Board, we decided that it is too soon to make a decision about the site and potential partners at this time, but we will include them in future market studies. They are actively seeking a tenant. Many owners ask Lacey about the former Burtness Car Dealership location. It was purchased by DLK and they will be using it as storage. It is not available. Southside and far west location should be included in the next site selection. We



decided that as a Board, we need to keep trying on these different locations as they may potentially give us some good ideas.

Al will compile a list of available buildings that are available. We may ask the GIS people at University to plot them. Brienne heard that the High school is engaging in a GIS project for a grocery store.

We want to make sure that Keith understands these recent developments as he may want to modify his report. Brienne is going to reach out to Keith to request his availability. Lacey will send out a doodle poll. We will wait to release to the market study to the membership and public until we receive the revised version.

Board Training

Ann Reynolds is retiring and Courtney Bourner is moving into her role at the [Center for Cooperatives](#). Lacey has been in touch with Courtney and she thought we could schedule some training for our Board at the beginning of the year. Lacey will register those of us who can attend the [December 5 Forum](#).

Monthly Meeting Time

We decided to meet monthly on the second Monday of the month at the Cravath Lakefront Community Center at 6:30 p.m. unless otherwise noted.

Board member requests for future agenda items

- GQueue Training
- Review and adopt our mission and vision statement
- Anne will print an owner heat map
- Anne will draft the Board Charter and List of Governance Policies for the board's review and consideration
- Lacey will reach out to Representative Don J. Vruwink who has expressed an interested in speaking with the Board to invite him to our next meeting.
- Board Calendar
- Board Training

The meeting adjourned at 10:52 a.m.

Respectfully submitted,
Anne Hartwick, Secretary