



**When:** November 23, 2020 5:30PM - 7:30PM

**Where:** Zoom Meeting

**Invited:** All Owners of the Whitewater Grocery Co. and their elected board

**Mission & Vision:** We are your (future) friendly neighborhood grocer supporting fresh and local products.

We value: community ownership, quality customer service, welcoming everyone, a lively learning and gathering space, and sustainable practices: people, planet, profit.

**Meeting Intention:**

Agenda 1 (mid-month meeting) is policy, governance, and board development/education.

**Agenda 2 (late-month meeting) is committee check-ins, board business, and accountability.**

**Preliminaries:** The meeting was called to order by President Katy Wimer at 5:32 p.m.

Board Members Present: Katy Wimer, Greg Majkrzak, Jennifer Crone, Anne Hartwick, Lacey Reichwald, Brienne Diebolt-Brown, CJ Wagner, and Sarah Hoots. Board Members Absent: Elvia Meza-Klosinski

The mission and values for the Whitewater Grocery Co. was read by Jen.

Anne moved to approve the agenda. Second by Brienne. Motion passed without dissent.

**Consent Agenda:** Greg moved to approve the minutes from our Nov. 10 Board meeting and Committee Reports for Nov. 23. Second by Anne. Motion passed without dissent.

**Accountability:** Discussed reviving the “assigned task” task list document or how we want to check-in with one another. It was suggested to tag members assigned to certain tasks in the minutes so that it then shows up in their email and can be used as a “to-do” checklist. It was decided to have a separate “Board Action Items” document and to then tag people in the minutes as well. jenwwgroco@gmail.com agreed to make the “Board Action Items” for this meeting, while CJ would tag people in the minutes.

**Milestones:** Jen requested that additional budget items be submitted to her today, Brienne committed to getting the O&O rough budget to Jen by Wednesday morning. Anne said that F&L was meeting next week, and asked if they should have something put together outside of the Capital Campaign revised to Jen, Jen said there shouldn't be anything but that they should review the overall budget at the next F&L meeting.

Lacey looked at the Board Action Items and saw that she was to draft a new site selection committee charter and have it ready in September so she was going to bump that up to work on. Lacey said that right now it's a weird time because they have to transition from a committee doing site analysis to one doing the next steps and she wasn't sure if they were ready for that yet, but that she could draft that up and leave out who those people or needs may be, laceywwgroco@gmail.com thought more research needed to be done with a possible proposal at the January 12 mid-month meeting. annewwgroco@gmail.com said she would put the future mid-month meetings in google calendar since they were not in there yet.

Member-Owner Vicki Hagstotz joined the meeting at 5:47p.m.

**Capital Campaign:** Anne had emailed Elvia and Destine that day for the next steps needed from Nov 10th meeting (both the ones they had identified and those added onto for the F&L committee) and to be able to see that at Dec 3rd F&L meeting, but unsure if it would be ready to be shared with



the board at the December 8th or the December 28th meeting.

**Fiscal Sponsor Update:** Anne read the Fiscal Sponsor Update

Elvia joined the meeting at 5:55p.m.

Brienne summarized that in the past it was thought that you would need a completely separate board from the board for the 501(c)3 and that it used to cost more and take more time to apply, but that is no longer the case. She said you can have the same board and the cost is roughly \$100 to apply for non-profit status and takes about 2 or 3 months. She said that the issue is that organizations like the Community Foundation of Southeast Wisconsin and the WWCF are the ones that have in their bylaws that they can only deal with 501(c)3's. Brienne pointed out that both organizations have only 1-2 employees so their main benefit to us becoming a non-profit would be to make things simpler and easier for them and their workforce and that's why they stick with only dealing with 501(c)3s. Oshkosh Community Foundation is able to go beyond the non-profit status because they have 20+ employees and a ton of money to be able to look into other community projects. Brienne also agreed with Jim on the Cooperative Development Service charging a lot (10%) to make it not worth partnering with. Brienne reiterated that she agrees that the most useful thing would be for us to get 501(c)3 status, then enabling us to work with the WWCF.

Lacey strongly suggested having a separate board for the 501(c)3 for tax implications and said it may be a good opportunity to build some bench leadership as well.

Anne said Jim spoke at length with the Community Foundation of Southeast Wisconsin and that they thought that they would be able to provide sponsorship for 1.5% of the funds raised through them but that they would be very helpful as a mentor through the process of all of this and that Jim has a good relationship with them and they are looking to be more visible in Whitewater. Brienne pointed out that they only have one employee and that she had experience with them when they were talking to the WWCF when it was still working on growing and that the Community Foundation of Southeast Wisconsin didn't want to step on any toes if the WWCF was going to grow and get bigger on it's own. Brienne said the WWCF bylaws specifically say that they will not help out anyone other than 501(c)3s, and that the Community Foundation of Southeast Wisconsin doesn't want to get in the mix unless the WWCF can't help us.

Jen asked why we need to even have one of these foundations come in, Brienne answered that it is because of their relationship with the banks and reinvesting the money we would be raising. Jen was concerned from past conversations with the WWCF where they were concerned about how many transactions we would have, how many checks they would have to write for us etc. Lacey said in Oshkosh the community foundation was key in the co-op getting as much money as they got since they have millions of dollars blowing through every year, but that in Whitewater the venn diagram of who we know and who the community foundation knows is a circle, and that it doesn't seem like we could benefit from that so much. Lacey summarized that she thought the eventuality of partnering with a community foundation should not stop us from deciding whether or not to create a 501(c)3.

Lacey suggested forming an exploratory committee, Greg pointed out that approval for the cost would need to be visited as well since it's not in the budget. Anne said that she had it on good authority that Vicki was willing to help out too. Vicki said that she did do some work with 501(c)3 and that back when she did it was right after 9/11 and it was not easy but that if it has eased up that would be great, Brienne agreed that it did change around 2012/2013 and the process is much easier.

Anne motioned to move forward with 501(c)3 by referring back to F&L and others to help out (like Jim, Vicki and Patrick). Seconded by Lacey. Passed with no dissent. "Cool beans!"



Greg requested that as F&L takes this on and comes back to the board for spending they should have an idea of the conditional expense as well as the maintenance and any tax costs, and definitely people for positions.

**Ownerpalooza:** 102 people are needed by January to reach 780 and have a drawing. Lacey asked what is happening with the money people donated if there is no drawing. Katy said she had planned on asking those who donated what they would want done with their donation (put towards scholarships?) if there were no drawing. Katy had discussed with Vicki doing a “three touches” approach to referrals and trying to talk to them three times before giving up, as well as doing facebook posts for referrals and having Brienne do a press release for 30 days of sharing including the ownerpalooza. Katy asked for any other thoughts for things to try. Greg suggested trying something other than email if people aren’t responding to email, Katy said they have tried calling but a lot of people only provide emails, Vicki suggested sharing the list with the board to see if anyone has phone numbers for the referrals. Jen suggested mailing a postcard to those we have addresses for, Vicki said she had postcards and Anne has postcard stamps so they could try looking up addresses.

CJ asked why people are no longer being tagged in Facebook posts when they become a new member, Katy said that some people are opting out of sharing information when they fill out their application. Vicki suggested that the current wording may be a little harsh and make it seem like people are giving up all their rights to us, it was agreed that an effort would be made in the future to just ask people if they were OK with a quick Facebook post when becoming a new member and that Maggie could add that to her script.

Anne suggested creating or repurposing content for social media account into an email communication and then sending multiple emails to get people to check out their email, JUST TRY IT!

CJ suggested posting why people are joining the GroCo when a new member applies, it was pointed out that that is a question on the application and that it goes into nationbuilder and the owner list, Katy said she would look into that.

**Website:** Katy shared new website she created in squarespace. Katy quoted \$38/month for the squarespace site, Jen pointed out that we would need to look at if any of the connectors are part of the squarespace premium packages. Katy likes how much prettier the squarespace site would be, more easily manageable, and more easy to use and manipulate quickly--very user friendly. Katy also pointed out that Google likes squarespace so it ranks higher with them too. There is a template for nationbuilder to refresh the look however the time it would take to do that would be a lot more of a headache vs the new website which took Katy a day to create.

Lacey informed the board that nationbuilder would still be used and would be our CRM but that it could be pared down, and that she is feeling frugal and whether a new website is a need or a want. Lacey pointed out that most people find our site through organic searches like “whitewater grocery store” or “grocery stores in whitewater”.

Jen was concerned with cost and with the level of effort to implement integration with new owner stuff in order to feed it into nationbuilder.

Brienne is concerned with who would do all the work, do we have someone to help with that? Otherwise she feels we would be spending for no reason. Katy said that over the winter and the next couple months she would be able to do it with the help of someone else. Brienne suggested Liz Elliot’s Justin although he may be busy with school online now. Katy said her brother in law may be able to help.



MEETING MINUTES  
Whitewater Grocery Co  
Board of Directors

Jen looked into it and PayPal integration would be in the premium rates for Zapier, Jen believed we were already paying for PayPal integration with our nationbuilder subscription so she wasn't sure if we could initiate the PayPal payment through nationbuilder or if it would need to be done separately, so that would need to be looked into.

Jen pointed out that we are currently paying \$200/year for NationBuilder and \$60/year for our web domain and whatever we are doing for this would be on top of that.

It was decided to research and represent at the mid-month in December, and to stick on the O&O agenda. Anne suggested doing outreach to NationBuilder to see about updating the site. Jen agreed exploring that in the interest of cost and bandwidth.

**Future Agendas:** Lacey inquired about the holiday schedule, asking if there will be 2 meetings in December. December 8th is mid-month, December 28th as late-month. It was discussed and decided that both meetings were still needed as of right now and that it would be left up to the executive committee whether to cancel any or not.

Anne sent out a doodle poll on the pro-forma workshop, it was decided Monday, December 7th at 5pm would be the best time for all involved.

Jen asked to vote on our budget at the December 8th meeting.

Katy decided at the mid-month meeting we can pick a date for White Supremacy and Culture training in January.

**Closing:** President Wimer officially adjourned the meeting at 7:08 p.m. The minutes were respectfully submitted to the Board on December 6, 2020 by the Board Secretary, CJ Wagner.