



When: January 12, 2021 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 5:37 p.m.

Board Members Present: Katy Wimer, Greg Majkrzak, Jennifer Crone, Anne Hartwick, Katy Lacey Reichwald, Brienne Diebolt-Brown, Elvia Meza-Klosinski, CJ Wagner, and Sarah Hoots. Board Members Absent: None.

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

Member-Owner Vicki Hagstotz joined the meeting.

Agenda amended to remove the Treasurer Report and strike Capital Campaign, add MSI/Site Selection update to the agenda. Jen moved to approve the amended agenda. Second by Katy. Motion passed.

Consent Agenda: Greg moved to approve the minutes from our **Dec 8th meeting**. Second by CJ. Motion passed without dissent.

Budget Process: Jen reviewed the **2021 Budget**, she explained that she zero'd out t-shirts for now and Brienne will research what's needed to order. As far as postage and supplies, Brienne was unable to use phone chat to talk to anyone so it was decided to budget and cost out when there's a specific campaign we need postcards for. Training was budgeted for 12 people at \$50 each for Up & Coming this year, Anne thinks this is a good cost estimate, and the deep dive from FCI and forums from UW Cooperative Center are going to be free. There are lines for additional brochures offset by additional resources, it was pointed out by Anne that we have many brochures, Katy pointed out that we still need to budget for spanish brochures. Jen would also like to add in the final total number of new members for 2020, and said there are some more placeholders i.e. selling things. Line 11 is donations, with special donations offsetting. On line 16 Greg asked why there was \$198 last year and \$1000 budgeted for this year. Jen thinks we just put in \$1000 since that's what was budgeted last year and pointed out that we may possibly raise money through t-shirt sales this year. Jen also pointed out that in previous years the most made through t-shirt & sign sales was \$900 and so she thinks \$800-\$900 is appropriate. Greg thinks we need to lower this line item due to the start of this year (Covid) and after discussion Jen adjusted line 16 to \$500. Greg pointed out that this is a conservative budget to start with prior to the announcement of a site and a fundraising committee being in place. Jen thinks we need to have Capital Campaign numbers to have everything in place. Brienne added that fundraising committee info is needed as well. Lacey added that Capital Campaign money is needed to help build the store while fundraising funds current activities. Sarah added that fundraising will relieve O&O as well. Sarah pointed out Capital Campaign is going to be aimed at current ownership whereas fundraising could have more reach to non-owners. Jen pointed out that there's some big ticket items too that need Capital Campaign and fundraising help. Greg



asked if we need more budgeted for legal and market studies with the start of the Capital Campaign and site selection. Jen thinks that the stuff we know of right now is considered part of the Capital Campaign. Lacey moves to approve the budget, second by Jen, passed without dissent.

Board Charter Review Anne suggested making gender neutral, changing “he/she” to “they” in sections 4a and 5b.
Greg moves to approve, Brienne seconds, charter approved.

Policy & Charter Audit process Anne moved to reapprove, Brienne seconds, passes without dissent.

Monthly Milestone Progress Update read by Katy
January 12th, 2021 Update

Goal 1: Ownership

This last month, we've reached 709 Owners, bringing us closer to that 780 Milestone! The Ownerpalooza: Reach for 780 ownership drive has been extended through the end of January in the hopes of pushing us to that milestone! If you want to see us hit that milestone and possibly win \$700, share names with us of people who may be interested in becoming an a Owner or join if you're not an Owner yet! There are now 13 Owners and 25 *new* Owners whose names have been added to the drawing for \$700 if we hit 780 by January 31st!

Goal 2: Capital Campaign

The Committee Charter has been approved. Elvia and Destine will be drafting up job descriptions for Capital Campaign Committee roles and presenting them in February. The F&L Committee is doing grant research and writing, figuring out a range of cost for budget, and potential launch dates. Brienne, Vicki, and Anne continue to work on a fiscal sponsorship.

Goal 3: Site Selection

Board members, Lacey and Katy, met with our consultants and looked at different drawings of possible in-store layouts. They brought these drawings to the Board to get a consensus on what layouts worked better than others and made more sense for our store. All questions/feedback were relayed back to our consultants who will take everything into consideration as they come up with estimated build-out costs.

As a continued reminder, we are aiming to select a site that can be between 7,000 and 8,000 square feet with room for expansion, has 20-30 parking spots, has easy access and a loading dock for our vendors, and is located somewhere that is visible and easy to get to.

2021 Board Calendar/Timeline CJ introduced the calendar as a governance document to maintain a consistent review of policy, a way to plan, track activities and make sure we keep up duties and responsibilities of a good business. Anne & CJ added in new charters to review for the now 8 charters. The main updates needed to the calendar are board education and O&O changes. It was decided that changes to the calendar be made in “suggesting” mode so it is clear what new items are added. Anne pointed out that there was a switch between reviewing “the brain” one month and the “feasibility dashboard & assessment” another month. She also asked about Illinois first Thursday of the month recurring meeting, Vicki clarified that they are looking to have one every 6 weeks and that they are still looking to set up topics. It was decided that it would stay on the calendar to keep track



MEETING MINUTES
Whitewater Grocery Co
Board of Directors

of. Jen asked if there was a routine for checking the calendar, Anne said it is reviewed once a month although it somewhat fell by the wayside due to covid the number one thing to still check in on and follow is the board policy monitoring for governance.

Action items: O&O to check and add items to the calendar as needed.

It was also decided to move Lacey's board education item to the 02/09 meeting. Anne pointed out that "Up & Coming" is coming up in May, she is not sure how they will do it.

Board Retreat: Katy proposed holding a board retreat/planning session at the end of the month meeting, with the board starting the meeting, committee members then joining, then the board ending the meeting with discussion (if needed). It was discussed and decided to have F&L, O&O, Board Development and Site Selection committees to share their 2021 goals. Katy said she would send out an email to committee members, CJ is sending out a document for committees to put their updates and big goals in.

Brienne had 4 leftover snowflake ornaments that needed to be claimed and Katy, Greg, CJ and Vicki claimed them. Brienne said she has receipts and cash and checks for Jen.

Anne brought up that there have been rumours of a marketing committee. It was discussed as being a sub-committee of O&O. Anne said that if marketing responsibilities are in the O&O charter then it's OK, but that there should probably be an executive charter if there are more formal marketing meetings happening. It was decided to "put a pin" in it for now.

MSI/Site Selection Update: The board entered into closed session for discussion at 7:01pm

Closing: President Wimer officially adjourned the meeting at 7:26 p.m. The minutes were respectfully submitted to the Board on 02/02/2020 by the Board Secretary, CJ Wagner.