



When: February 9, 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.

Tonight's Purpose: Hone in on Capital Campaign work and approve Grants Committee Charter.

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

Agenda 2 (late-month meeting) is BIG topics for in-depth discussion and accountability.

Preliminaries: The meeting was called to order by President Katy Wimer at 5:33 p.m.

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

Member-owner Natalie joined the meeting at 5:37pm. Mary-Beth joined at 6:05pm.

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

Consent Agenda: Anne moved to approve the minutes from our January 12th Board Meeting. Second by Greg. Motion passed without dissent.

Financial Report Dashboard, Budget, Expenses, Income

Jen explained there is a number of updates and changes to the dashboard since she did not give a report in January so these updates reflect what has happened since December 6th. We have had 37 new owners, our cash balance is now about \$50,000. This is important because this cash flow is critical to Capital Campaign. Everything has been updated for the 2021 budgeting, a budget of around \$7000.

Jen then shared the cumulative **Budget**, the gray columns showing actual expenses, 2020 sources/income being \$21,846, and total uses for 2020 at \$10,348. The light blue column shows the basic/bare bones budget that was approved last month, with uses totalling \$6,986 which includes everything we approved in the budget. The white column "2021 actual" shows what has happened through February 6, 2021, with \$2440 in income and \$472 in expenses. The other feature Jen has added is a separate spreadsheet to help put together a Capital Campaign budget, which will be linked to this spreadsheet directly once it's up and going. Currently there is a budget of about \$65,000 for the Capital Campaign. It is important to look at the "ending cash" which literally shows where you will be with cash if you do everything in this budget (which shows negative currently) but it does show we are pretty close to being able to afford a Capital Campaign, assuming we bring on another 70 new owners. Total new owners for 2020 was 83. This spreadsheet also shows how much of owner equity has not been spent, currently we are at 48% of owner equity unused.

Jen then showed the group new income transactions, which included the sale of some ornaments, and the expenses which included rent for the CEC, checks, quickbooks, zoom, and the FCI training fees that Jen had to reimburse herself for.

C-11 Expense Reimbursement & In-Kind Donations

Anne moved to approve, second by Greg. Reapproval passed without dissent.



Grants Committee Charter

Brienne moved to approve, second by Sarah. Charter approved without dissent.

Brienne is going to reach out to some people once she figures more out and then she will talk to Jen about what they need money for. Anne suggested speaking to someone from Oshkosh since they have been approved for 4 grants, and that there is a grants folder in the drive to help see what is out there as well.

2021 Board Calendar/Timeline

The monthly milestone updates will now move to the end of the month so that mid-month meetings will be mostly board business and education and late-month meetings will be more informal and big topic discussions, with pro-forma currently slated for the end of this month. Also, a reminder that Anne has sent invites to different FCI classes so please join some that interest you. Anne will create a google doc so people can document which ones they go to and link the recordings as they become available as well.

Katy also wanted to point out that on the timeline Mid-May is estimated as the launch of the Capital Campaign. Katy referred back to the digital timeline (The Brain) and Jen volunteered to adjust the timeline so it can be re-published on the website. Greg pointed out that it can be a little confusing to look at so Jen said she will make a single timeline to refer to.

Anne asked if we want to use the Board Calendar to track when grants are due, it was decided to have Brienne add those to it.

Anne also pointed out that her and CJ had added some things to the calendar that may need to be moved or have a special meeting for ie 02/22 Pro-forma review and approval. The Pro-Forma review and approval was moved to the March 9th meeting.

Capital Campaign: **Budget, Chair, Org Chart, Timeline**

Anne explained the **Org Chart** that her and Elvia and Destine worked on. The only team currently not on the charter is the "Large Investor Connector", Destine is going to go into the org chart and list on there the number of teammates needed for each team.

Anne then shared the **Chair** job description, noting that the more specific you can be for this role and responsibilities the better the Capital Campaign will run which is why it is very detailed. The coordinator position is a 20 hr/week position, maybe 10 hrs but will need to move fast for a May delivery. The committee is expected to meet twice weekly, with reports given daily, all of which contributes to that 20 hrs/week. Anne and Katy did discuss possibly paying someone since it will use so many hours, they spoke with Katie Novak (Capital Campaign coach) and she does see how paying someone is helpful but she does not recommend hiring outside the coop or the city because she has seen coops struggle when they have gone outside for help. Anne pointed out that the budget does include a budget for this person to be paid as well as paying for a consultant. Greg asked if we are currently set-up to pay an employee, Anne and Jen said no and that that would be another thing that would need to be done. Jen pointed out that it has been identified that going forward it is critical to have a capital campaign chair/coordinator and is wondering what our options would be first? Katy asked if maybe we need to ask the board first and then out to the community.

Timeline Anne said that if a Capital Campaign was to launch in May then a chair should have been appointed in December so we are currently playing catch-up. The timeline shows the people in charge of tasks, the tasks, the ideal due date based on the date of the Capital Campaign launch. Anne and Destine thought "GroCo due date" column should be filled in to add to and not screw up with the formula. Anne explained that the current chart doesn't totally line up the tasks to the entities responsible for the tasks in the charter and said that she will be discussing this with Destine, Elvia, and F&L based on what the board says tonight. Katy asked if anyone has knowledge of anyone that has worked on bigger campaigns like this. Jen said she has worked with Bethel House and knows some people who have worked on bigger campaigns who may not want to help with GroCo but may be good brains to pick. Another point Anne brought up was if there was a person found to pay that a governance audit would need to be done and that they may need to step off the board. Anne is planning on reviewing all the policies with Patrick. Anne and Finance & Legal will also research getting the GroCo set up as an employer. Katy asked when we want to get this started then since



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based on the timeline a chair should have been in place in December. Anne explained that first there needs to be a site selected, and a balanced pro-forma and 780 members, but that we need to keep reviewing these things and editing them and reviewing the timeline and job descriptions. Jen doesn't believe the pro-forma needs to be balanced before we can identify candidates and figure out what our options are. Katy will have Maggie add this job description to the volunteer list, Katy asked that someone also reach out to Bethel House. Anne asked if there should be a page on the website with the Capital Campaign on it to help communicate our plans to owners, Katy agreed that this should be and that she was going to talk to Natalie about this as well for the newsletter.

Jen asked about the timeline and items on it with regards to the budget, and suggested having new dates for the budget in regards to the Capital Campaign, Anne suggested moving the dates out to board meeting dates. Katy suggested using the late month meeting for the dates.

Action Items were reviewed, assigned and discussed.

Sarah shared the "swag sale" website and sign and clothing options.

Closing: President Wimer officially adjourned the meeting at 6:52 p.m. The minutes were respectfully submitted to the Board on February, 22, 2020 by the Board Secretary, CJ Wagner.