



When: August 11, 2021 5:30PM - 7:30PM

Where: Community Room in the Library with [Zoom](#) option

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: Review letters of intent & PM proposal, & discuss Board officers

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

Agenda 2 (late-month meeting) is for 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, Anne Hartwick, Brienne Diebolt-Brown, CJ Wagner, Ron Binning, Zachary Popke Board Members Absent: Jennifer Crone

The mission and values for the Whitewater Grocery Co. was read by Brienne. Tonight's Purpose: Review letters of intent & PM proposal, & discuss Board officers

Member-Owner Jen Lang joined the meeting and was welcomed by Katy.

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

Consent Agenda: Accept and enter into record the **minutes from our [July 14th](#) and [26th Board meetings](#)**

Zach moved to approve minutes, Anne second, passed without dissent.

Policies: Approve [Site Buildout Charter](#) & Reapprove [C9: Proprietary Information](#)

Tabled the site buildout charter to next meeting so that it could be passed on to Kathy to look over before approval.

Anne moved to approve C9; Proprietary Information; Brienne second, passed without dissent.

Board Business

Letter of Intent for MSI

Site buildout committee typed up letter of intent, Anne will have Patrick look over.

Letter of Intent from CDA

Both Cameron and Kathy are working on separate letters that they will work on together, Brienne has not worked with them yet as she has been out of town. Brienne has a meeting with Cameron next week and will follow-up with him then.

[Project Management proposal](#) from 7 Roots

Katy pointed out that the section "WGC has the information necessary to build a functional proforma" would be good to have given our upcoming goals. Zach questioned if this is the internal after the build out, Brienne pointed out that 7 roots would work with MSI to figure out what was possible. Anne likes the idea of using 7 roots for all 3 elements they are offering, Ron agrees. Anne also pointed out that the project support is critical. Brienne added that if we approve the \$4600 for the whole package then she can throw together a grant to get help from CDA as this is the exact type of thing CDA grants can/should be used for. Katy suggested assuming the max number of hours for the hourly spend to put together a number, so $65 \times \$150 + \$3600 + \$1000 = \14350 plus another \$10k for another market study. Anne also added that the sooner we get 7 roots working on things, the better, and that a grant would still take a few months to come through.



Brienne suggested a motion to approve for grant writing purposes but then wait for Patrick to look over for final approval. Brienne said she will talk to 7 Roots about possibly staggering the services. Anne also pointed out that 40% of the contracted elements (A and/or B) total is due as down payment prior to work beginning and Ron agreed that it was not bad. Katy suggested doing a vote via SLACK so that we do not have to wait 2 more weeks. Zach also pointed out that the proposal doesn't say how the rest of the deliverables are figured out, Brienne said she can ask how that works. Motion to approve signing contract for A, B, C for amount of \$14,500 to be signed by 08/18/21 by the board president. Motion by Katy, second by Ron, vote will happen on SLACK. Ron suggested reaching out to Joel to let him know that it's coming.

Discuss & Vote on Ron as Capital Campaign Manager & review Katie Novak Cooperative Coaching [packages](#)
Discussion of Ron taking over Capital Campaign Manager position, Katy made a motion for the board to appoint Ron for Capital Campaign Manager, Brienne second, Ron abstained. Motion passed.

Katie Novak

Looked over a la carte services, we have already used 15 hours for Cap Campaign Team, next 15 hours we are looking at using Katie for is for the Capital Campaign team, Katy would also like to do volunteer training down the road with her. Ron will be reaching out to Katie, will ask if we are one of her only 5 co-ops even if we are only using her for 15 hours currently. Katy made a motion to approve Katie Novak for 15 hours for Cap Campaign Team, second by Brienne, passed without consent.

Board Development

Board officers

Vote usually takes place at first board meeting after annual meeting for President, VP, Treasurer, and Secretary. Ron said he was going to reach out to Aurelio about the Treasurer position. There are currently still 3 open board positions that nobody has applied for yet. Katy is going to reach out to the Banner to see if they would share a video made by her about the open positions. Board applications are due September 8th. Zach is interested in the VP position. Brienne is running for the board again as her term is up so she will need to fill out an application.

Review [Annual Meeting Committee Charter](#) & Approve [budget](#)

Discussion of annual meeting budget, 2019 budget was \$2387.50, 2020 budget was \$1500.

The annual meeting will be in person, possibly at the CEC, so the CEC special event form was reviewed, it was decided Vicki would need to reach out to get more information about the amounts as they are unclear on the form. Greg asked if there would be a favor (there were wooden spoons in 2019) to budget for, Brienne pointed out there has been discussion about another favor. As far as food, food trucks have been discussed and then attendees purchase their own food. Motion to approve budget of \$2000 to then turn over to O&O by Ron, second by Brienne, passed without dissent.

Katy motioned to approve annual meeting charter with budget of \$2000, Greg seconds, passed without dissent.

Katy will post approved Annual Meeting charter in SLACK along with the \$2000 budget.

Governance

[2021 Board Calendar](#)

Looking Ahead

[Action Items](#)

Requests for future agenda

- Letter of intent for MSI
- Letter of intent from CDA
- Capital Campaign
- Finance & Legal revised charter for review
- Ownership Share management policy
- Business Plan



MEETING MINUTES
Whitewater Grocery Co
Board of Directors

-G2G revised market study proposal

Closing: President Wimer officially adjourned the meeting at 7:20p.m. The minutes were respectfully submitted to the Board on August 20, 2021 by the Board Secretary, CJ Wagner.