



MEETING AGENDA
Whitewater Grocery Co
Board of Directors

Mission & Vision: *Whitewater Grocery Co.'s mission is to support farm to table eating, to be a model of environmental sustainability, to stimulate the local economy, and to create a "third space" for the Whitewater community. 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: Monday, February 11

Meeting Time: 6:30 p.m.

Location: Whitewater Innovation Center, 1221 Innovation Drive, Whitewater WI

Description: Meeting of the Board of Directors of the Whitewater Grocery Co.

Invited: Board of Directors, all owners of the Whitewater Grocery Co.

1. Call to Order (5 min.)
 - Reading of Mission & Vision
 - Intention of Meeting: The intention of this meeting is to update Owners on the feasibility progress of Whitewater Grocery Co., to gain consensus on our Action Plans for 2019, and to update the Mission and Vision of the cooperative.
 - Agenda review and approval.
2. Owner Comment Period (*up to 10 minutes - 3 minutes per owner*) - No formal Board action will be taken during this meeting although issues raised may become a part of a future agenda. Owners are allotted a three-minute speaking period. Specific items listed on the agenda may not be discussed at this time; however, Owners are invited to speak to those specific issues at the time the Board discusses that particular item.
3. Consent Agenda (5 min.) - Items may be removed from the consent agenda on the request of any one member. Items not removed may be adopted by general consent without debate. Removed items may be taken up either immediately after the consent agenda or placed later on the agenda at the discretion of the board.
 - Approval of minutes from the January Board Meeting
 - Approval of Committee Reports
 - i. Outreach and Ownership Committee
 - ii. Board Development Committee
 - iii. Site Selection Committee
 - iv. Finance & Legal Committee
4. Review and Update Action Items (5 min.)
(February)
 - **Anne** will update the Board calendar to reflect the new cadence of reviewing the progress review tools (*timeline, needs assessment, feasibility progress dashboard*).
 - **Anne** will incorporate the new C10 – Policy and Charter Audit Process into our policy manual and our policy review calendar.
 - **All Board members** will review the Board Development Topics and the Board Calendar and come ready to the Feb. meeting to volunteer to speak on a topic during at least one future Board meeting.
 - **The Board Development Committee** will review their responsibilities and the Board Calendar in order to help populate the Admin Agenda Items (*Board Candidate Informational Sessions, Internal Assessment Survey, etc.*).



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- **The Board Development Committee** will update the Travel Reimbursement Policy and present the new version to the Board for review and approval.
- **All Board members** will review the WWGroCo Business Plan Focus Area Needs Assessment document provide by AI and send him any feedback by Friday, January 18.
- **AI** will draft a timeline and set up tasks for the Business Plan and present it to the Board at the February meeting. (Updated: **Lacey** will be heading the Business Plan, AI will continue to work on the Site Selection process.)
- **Brienne** will do some research and draft a proposal on how we can work with the Whitewater Community Foundation on a Memorandum of Understanding for a charitable donation pass-through for the January meeting. Brienne has reached out to the Foundation. They are working on one for The Community Space, and ours would be very similar. Brienne will update the Board at the Feb. meeting.
- **Jen and the Outreach & Ownership Committee** will develop a policy for owners who have committed to paying the cost of the ownership shares in installments, but who's installment payments have fallen in arrears. Brienne will add to this topic to the Ownership & Outreach agenda and invite Jen to come speak to the agenda item by the end of January. Pending. **Brienne** will provide the Board with an update at the Feb. meeting.
- **Lacey** will request a formal proposal from Debbie at G2G, and reach out to several co-ops, and Courtney Berner from the University of Wisconsin Center for Cooperatives for feedback on our two recommended consultants for our formal market study.
- **All Board members** will submit their resumes to Brienne by Friday, Jan. 25.

(Future Due Dates)

- **Brienne and Jen** will submit another round of expenses to FCI for reimbursement of the grant. Brienne will write the narrative and Jen will itemize the expenses and assemble the receipts for all costs after 9/22/17 and before 9/21/18 by Friday, Dec. 14. Brienne will submit by 12/20/18 and copy Jen. Pending. Brienne & Jen did not submit anything in December as the grant timeline was extended until June or July. Brienne & Jen will update the Board at the March meeting.
 - **Jen** will make the transition into QuickBooks by the end of the first quarter and will work with one or two other individuals until the task is done. Pending. The **Finance & Legal Committee** will report on the progress of task at the March Board meeting.
 - **Jen** will work on the sales tax return and tax return in January and will work towards completing this task by the statute deadline. Pending. en will update the Board at the March meeting.
 - **Jen** will work with the **Brienne** and the Ownership & Outreach Committee to develop an owner information audit policy and procedure. Brienne will review the Ownership & Outreach Charter to make sure that one of the responsibilities includes ensuring that the owner information is accurate and secure. Pending. Brienne will provide an update to the Board at the April meeting.
5. Financial Report - Jen (5 min.) Dashboard & Budget
 6. Committee Updates
 - Board Development Committee request Board approve the travel reimbursement policy.
 - Outreach and Ownership update on policy for Owners in good standing/payments.
 - Finance and Legal Committee request Board approve revised charter.
 - Update on large grant proposal from Brienne (currently not assigned to a committee).



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- Recommendation of project management tools from Greg and AI (not currently assigned to a committee).
- 7. Board Business (20 min.)
 - Action Plan Reviews from Board Retreat (AI, Lacey, Brienne)
 - i. Discuss capacity for reaching goals and options including expanding board, expanding scope of committee work, and hiring
 - Business Plan Update (Lacey)
 - Market Study Update (Lacey)
 - i. Background Info
- 8. Board Learning - Brienne (10 min.)
 - Vision
- 9. Review and Update the Mission & Vision Statements (15 min.)
- 10. Policy Review (5 min.)
 - Policies A; C1 - C7
- 11. Review upcoming events and tasks (10 min)
 - Board Calendar (Board Topics)
 - Up & Coming Feb 28 - March 2
 - Future Agenda Items:
 - i. Action Items
 - ii. Board Requests
 - iii. Education
- 12. Closed Session - The Board may elect to enter into a closed session to discuss matters of confidentiality such as personnel issues, acquisition of property, attorney consultation, or other issues of competitive confidence.
- 13. Adjourn