MEETING MINUTES
Whitewater Grocery Co
Board of Directors

When: July 25, 2022 6:30-8:30PM
Where: Discover Whitewater Office or on Zoom
Invited: All Owners of the Whitewater Grocery Co. and their elected board & volunteers
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 Action Items, reapprove bylaws, review 2 new policies, see quarterly financial report, and discuss Feasibility Assessment & Dashboard

Agenda 1 (mid-month meeting) is In-depth discussion, Q&A, or board development/education.
Agenda 2 (late-month meeting) is accountability, policy, governance, and board business.

Preliminaries: The meeting was called to order by President Katy Wimer at 7:00 p.m.

Board Members Present: Katy Wimer, Jennifer Crone, Brienne Diebolt-Brown, Ron Binning, Steve Michaelson and Kathie Fleming. Board Members Absent: CJ Wagner and Zachary Poepke.

The mission and values for the Whitewater Grocery Co. was read by Brienne Diebolt-Brown.. The intention for this meeting is to Review Action Items, reapprove bylaws, review 2 new policies, see quarterly financial report, and discuss Feasibility Assessment & Dashboard.

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

Consent Agenda: Brienne moved to approve the minutes from our May 23, June 27, and July 13 BOD meetings and committee reports from last month, Kathie seconds, approved with no dissent

Action Items 2022

- Katy went through the current list of action items and edited as needed.
- Katy checked in with Lisa regarding food at the market, she said it would have to be something volunteers produce and that we don't overlap products already at the market. Steve said that they were considering making a small pan of pie squares or zucchini squares to pass out.
- Jen proposed adding a statement to Policy C6 for the Treasurer to be responsible for corporate filings and taxes and those would be kept in the board calendar or finance and legal calendar. Jen feels they are at a point they could put together a proposal for a future meeting.
- Jen Lang will be calling owners and updating data in Nationbuilder as needed.

Bylaws

Quorum 3.5 was discussed to update from "10% of first 100 owners plus 5 percent of additional members" to "10% of all ownership" or "15% of all ownership". Jen and Brienne brought up that this is not an immediate change that needs to be one but that the next time the bylaws are updated and voted up that this should be added to that. Brienne moved to approve the bylaws as they are, Kathleen seconds, passed without dissent. Jen also mentioned that the bylaws state there should be an odd number of members but there is currently 8 board members, so this is another reason to push for a nominee for the currently open 9th seat.

Volunteer Agreement Policy

The policy was reviewed by the Board and was ultimately turned back over for further revision due to the time restraints of the meeting.

Revised COVID policy

Steve revised this policy, Brienne moves to approve the policy, Jen seconds, passed without dissent. Jen brought up that this policy needs to be moved to where other policies are in the Drive and formatted the same way as other policies as well as dated.

Quarterly Financial Report

We are up to 827 owners, last quarter up 14 new owners plus another 2 in July. As of close of this quarter we have spent 19% of the proposed budget. Jen did note that "A/R Aging Summary Notes" which shows owners paying in installments since the inception of the GroCo. There are currently 16 owners making payments that have not fully paid, 11 of which are in arrears and not expected to pay. Jen has reached out to those who have stopped making payments but has not had success getting them to pay. Jen also pointed out that there is still money for Special Access Ownerships that is earmarked for college students and suggested we keep that in mind. Most expenses in 2nd quarter were things towards restocking merch and promotional material, as well as some subscriptions (canva, formbuilder etc).

Feasibility Assessment

Discussed the updated Feasibility Assessment.

Dashboard Review

Board Calendar

Future Agenda Items

- Needing a community survey update in a couple of meetings.
- Need to start looking at election timeline.

Closing: President Wimer officially adjourned the meeting at 7:58 p.m. The minutes were respectfully submitted to the Board on August 22, 2022 by the Board Secretary, CJ Wagner.