



MEETING MINUTES
Whitewater Grocery Co
Board of Directors

When: September 27, 2021 5:30-7:30p,
Where: Zoom Meeting

Invited: All Owners/volunteers 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: Hear our financial report, discuss bylaws and preferred shares, and plan our Annual Meeting agenda

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

Agenda 2 (late-month) is accountability ([Committee Reports](#)) and BIG topics for in-depth discussion

Preliminaries: The meeting was called to order by President Katy Wimer at 5:32 p.m.

Board Members Present: Katy Wimer, Jennifer Crone, Anne Hartwick, Greg Majkrzak, Brienne Diebolt-Brown, Ron Binning, Kathleen Fleming and Zachary Poepke. Board Members Absent: CJ Wagner.

The mission and values for the Whitewater Grocery Co. was read by Anne. The intention for this meeting is to hear our financial report, discuss bylaws and preferred shares, and plan our Annual Meeting agenda.

Katy moved to approve the agenda, striking Project management update from Seven Roots as there is not much of an update yet and adding approving the Site Buildout Charter.. Second by Zach. Motion passed without dissent.

Consent Agenda: Greg moved to approve the minutes from our [minutes from our September 15th meeting](#) Second by Brienne. Motion passed without dissent.

Administrative

Quarterly (as of 9/25) Financial Report [Dashboard, Budget, Expenses, Income](#)
Jen is presenting the financial report earlier than the scheduled quarterly update as there have been some additional expenses added to the budget and she would like for everyone to look at it before it is presented at the annual meeting. Currently at 788 owners, with 25 new owners this quarter. The baseline plan for 2021 was to get 73 new owners (based off of what we did in 2020) and we have already exceeded that with 80 new owners for 2021 to date. Our total cash balance as of Sept 25 was \$54,815.48. Blg ticket items that have been added to the budget were \$14500 for Seven Roots and Katie Nowak/Capital Campaign for \$3000. Capital campaign will be meeting Wednesday to revise budget and present at next meeting. The draft budget for the Capital Campaign currently includes a budget for staff as well. In conclusion Jen feels that things are looking fine and the additional owners for this year will help as well. Anne added that Debby from G2G quoted \$3000 for a new market study as well. It was brought up that having a new market study is pending on there being additional sites to look at, Kathleen clarified and said that the site selection committee has found that previous sites looked at are the only sites applicable.

Board Business

[Bylaws and Preferred Shares](#)

Anne put together a document of what has been taken up with Patrick, for archival purposes and for people to look back at. Anne posed the question to Patrick "do we need to amend our Bylaws to allow for any additional investment opportunities, like preferred stocks or loans?" Bottom line, Patrick's response



MEETING MINUTES
Whitewater Grocery Co
Board of Directors

was that we are not required by law to amend the bylaws to include anything in terms of other investment opportunities but we are required by law to update our articles of incorporation and that can be voted on by just the board. Anne feels that it should also be a board decision that we do not have to update our bylaws. No board action is needed at this time.

Annual Meeting [Agenda](#) plan/review/approval

Katy reviewed and amended the agenda based on discussion of who would be speaking at the meeting and what would be discussed.

Letter of Intent from UWW update

Brienne met with Carl Fox and his compliance officer and tech support, they said to send the LOI and they will sign it and send it for us. Becky who is the tech person who does numbers asked Brienne for numbers to check what looks good for the federal grant, they have also assigned us an intern who has started researching grants for us. The compliance officer did say that if they are going to apply for grants for us then there needs to be a heavy educational aspect, such as their students do marketing or their students do supply chain research for us, and that is how they can help us as a non non profit but a not for profit. The HFFI grant will be applied for first, they can fund something big or they can give us pre-development technical support such as funding financial modeling, market study analysis, assisting with project management, complying with becoming a SNAP store, study shared kitchen space, mobile efforts, site planning etc So far the only thing Brienne has seen that the grants can't assist with right now is the Capital Campaign as they will not give us money to help us raise money.

[Project Management update from Seven Roots](#)

Approve [Site Buildout Charter](#) edits

Kathleen reviewed and changed the verbage a little bit to allow for an ad hoc advisory group and the site selection committee to be reinstated if needed.

Brienne moved to approve the charter, second by Greg, passed without dissent.

Looking Ahead

[Action Items](#)

Future agenda requests & discuss what we accomplished

Next meeting is the annual meeting.

Closing: President Wimer officially adjourned the meeting at 7:06 p.m. The minutes were respectfully submitted to the Board on November 10, 2020 by the Board Secretary, CJ Wagner.