

Wheatsville Board of Directors
August Meeting Agenda
Tuesday, August 23rd, 2022
6:00-9:00PM *VIRTUAL MEETING*****
 Contact julia@wheatsville.com for info to join



TIME	TOPIC	ACTION	PAGE
6:00pm	1. OPEN TIME – for WV Owners to present any topic to the board	LISTEN	
6:10 pm	2. AGENDA REVIEW	DISCUSS	
	3. CONSENT AGENDA:	VOTE	
	July 2022 Minutes		6 - 8
	Monthly GM Update		9
6:15 pm	4. GOVERNANCE & COMMITTEE WORK		
(1 min)	Recite Ends	RECITE	
(9 min)	ACBA	DISCUSS	10 - 13
(35 min)	D6 – Staff Treatment and Compensation GM Monitoring Report	VOTE	14 - 44
(10 min)	Bylaws discussion	DISCUSS	45 - 46
(5 min)	Audit and Review Committee	DISCUSS	47
(5 min)	Nominations Committee	DISCUSS	
(5 min)	Owner Engagement Committee	DISCUSS	
7:25 pm	BREAK		
7:35 pm	5. EXECUTIVE SESSION		
(50 min)	***PURPOSE: to discuss proprietary business matters	DISCUSS	
8:25 pm	6. BOARD WORK		
(10 min)	GM RFP	VOTE	48
(10 min)	Board Compensation	DISCUSS	49 - 53
(10 min)	Board Open Discussion	DISCUSS	
8:55 pm	7. ADJOURN		
(min)	September Preview, Closing Round, and Wrap-up		
(min)	Adjourn		

Wheatsville will be at the forefront of a transformed society that has:

- a thriving community centered on hospitality, kindness, and generosity
- a robust cooperative economy
- easy access to sustainable, healthy food solutions



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Present: Brandon Hines, *President*; Brian Mikulencak, *Secretary*; Stephanie Wong, *Treasurer*; MeriJayd O'Connor; Megan McDonald; Rachel Fischer; Jason Bourgeois and Sara Vara.

Staff present: Bill Bickford, *General Manager*; Alex San Miguel, *HR Manager* and Tanya Carney, *Lamar Store Director*.

Others Present: Carol Fraser, *ACBA President* and Cameron Tepper, *Board Candidate*.

Absent: Julia Barron, *Board Admin* and Rose Marie Klee, *Board of Directors*.

Call to Order **6:00PM**

1. OPEN TIME **6:01PM**

Megan let everyone know that she will be out for ~month starting on September 7th (the start of the election).

2. AGENDA REVIEW **6:04PM**

3. CONSENT AGENDA **6:06PM**

July 2022 Minutes
Monthly GM Update

--- MeriJayd moved to accept the Consent Agenda. Stephanie seconded. Motion passed 7-0-1.

4. GOVERNANCE & COMMITTEE WORK **6:07PM**

Recite Ends, 6:07pm

Bill recited the Ends.

ACBA, 6:08pm

Carol provided an update and answered questions about ACBA, including the upcoming ACBA election and notice of upcoming events: 8/27 networking at Cosmic Coffee 10:30-12:30pm and coaching series in September and October.

D6 – Staff Treatment and Compensation GM Monitoring Report, 6:15pm

Alex San Miguel, HR Manager was present to provide another perspective for this report, as well as she was responsible for the NCG-administered full staff (98% participation) survey process.

Bill noted the primary issues from the staff survey results that will be addressed are compensation, quality of training, and operational efficiencies. There will be a department manager retreat the week of 8/29 with the focus being on the employee experience. Bill to create an update from this retreat to the Board.

Bill explained positive improvement on DEI-related scores (i.e., questions related to



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discrimination and harassment) and response to corrective action.

--- Brandon moved to accept the D6 Staff Treatment and Compensation GM Monitoring Report. Brian seconded. Motion passed 8-0-0.

Bylaws Discussion, 6:45pm

Bill explained his proposal for an upcoming simple bylaws language revision, which includes allowing for transfer of owner shares between generations, changing the nature of investor shares, and his vision to maximize eligibility for investor shareholders in the co-op and to make it easy for organizations to invest in the co-op. Bill noted that organizations would still only have one voting share, just like any other individual ownership, and that the financial and business information they would have access to is largely available for the public to view/access.

Bill proposed to, upon BOD vote, add this proposal vote to the upcoming annual election ballot. BOD to meet and vote on this before 9/7.

BREAK

7:40PM

5. COMMITTEE WORK

7:51PM

Audit and Review, 7:51pm

Stephanie to get the draft audit report by 9/9 and final by 9/30.

Stephanie asked directors to think about how we will be communicating our annual report.

6. EXECUTIVE SESSION

8:11PM

***PURPOSE: to discuss proprietary business matters.

7. BOARD WORK

8:26PM

GM RFP, 8:26pm

Brandon shared a draft GM compensation RFP with the board and invited discussion on the GM compensation and review process. Brian noted certain elements that are important to the process. Brandon noted that being that both the board and the GM were new to this process that the process will be delayed but should be completed before the end of the year.

Board Compensation, 9:23pm

Brandon referenced the information included on board compensation and that there will be a vote in an upcoming meeting.

Board Open Discussion, 9:28pm

8. ADJOURN

9:29PM

September Preview, Closing Round, and Wrap-Up, 9:29pm



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At 9:29pm, Brandon adjourned the meeting.