

Wheatsville Board of Directors  
 April Meeting Agenda  
 Tuesday, April 27th, 2021  
 6:00-9:00PM \*\*\*VIRTUAL MEETING\*\*\*  
 Contact [BBeutel@Wheatsville.com](mailto:BBeutel@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	
6:10pm	2. AGENDA REVIEW	DISCUSS	
	3. CONSENT AGENDA:	VOTE	
	March 2021 Minutes		5 - 8
	Monthly GM Report		9 – 10
	D8 – Board Logistical Support Monitoring Report		PAGE
6:20pm	4. COMMITTEE WORK AND GOVERNANCE, PART I		
(1 min)	Recite Ends	RECITE	
(15 min)	Diversity, Equity, and Inclusion Update	DISCUSS	11 - 12
(0 min)	ACBA Committee	N/A	
(9 min)	Audit and Review Committee	VOTE	13 - 15
(10 min)	Nominations Committee	VOTE	16
(10 min)	Owner Engagement Committee	VOTE	
(10 min)	Draft Board Budget	DISCUSS	17
7:05pm	BREAK		
7:55pm	5. GOVERNANCE, PART II		
(30 min)	Board Policy Monitoring Learning Discussion	DISCUSS	18 - 19
(30 min)	GM Update	DISCUSS	21 - 40
8:55pm	6. ADJOURN		
(5 min)	April preview, Closing Round, and Wrap-up	DISCUSS	
(0 min)	Adjourn	N/A	

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



# Board of Directors April 2021 Minutes May 11<sup>th</sup>, 2021

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

Staff present: Mark Jacob, *General Manager*; and Beth Beutel, *HR Generalist and Board Administrator*.

Owners Present: Mike Conti, *Owner*.

Others Present: Leslie Watson, *Columinate Consulting*.

Absent: none.

**Call to Order** **6:00PM**

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

Mike Conti reflected on the communications since Winter Storm Uri.

**2. AGENDA REVIEW** **6:12PM**

**3. CONSENT AGENDA** **6:20PM**

**March 2021 Minutes**

**Monthly GM Report**

**FY2022 Board Budget**

**FY2021 Q2 Financial Statements**

--- Rose Marie pulled the D8 – Board Logistical Support Monitoring Report.

---Brandon moved to accept the Consent Agenda. Jason seconded. Motion passed 8-0-0.

**D8 – Board Logistical Support Monitoring Report, 6:14pm**

Directors noted some copy/paste errors in the report. Beth and Mark will make the corrections and resubmit to the May meeting consent agenda.

**4. COMMITTEE WORK** **6:21PM**

**Recite Ends, 6:21pm**

Mark recited the Ends policy.

**ACBA Committee**

No Discussion.



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## **Audit and Review Committee, 6:22pm**

Directors discussed the engagement letter from Wegner Associates for Wheatsville's annual audit and tax preparation. The board decided to have Brandon request separate engagement letters for the audit and the tax preparation, as the tax preparation is conducted for operations, not the Board.

Rose Marie Klee Motion to authorize the Treasurer to engage with Wegner for the FY2021 Audit. Rachel seconded. 8-0-0.

## **Nominations Committee, 6:32pm**

Jason noted similarities to last year's plan, and the addition of the collaboration with the Owner Engagement Committee to the Nominations Committee charter.

Brian moved to adopt the Nominations Committee Charter and Resolution for Coop Vote. Megan seconded. Motion passed. 8-0-0.

## **Owner Engagement Committee, 6:41pm**

MeriJayd walked the directors through the changes to the Owner Engagement Committee. MeriJayd agreed to submit to the May meeting packet a timeline for progress on the first item, email communication plan.

Directors discussed the idea of a Board Connect call, similar to the quarterly GM Connect calls. The committee will create a plan based on director feedback and present at the May meeting.

---RMK moved to adopt the Owner Engagement Committee charter. MeriJayd seconded. 8-0-0.

## **5. GOVERNANCE, PART I**

**6:53PM**

### **Board Policy Monitoring Learning Discussion, 6:53pm**

Directors and guests discussed the Policy Governance system.

## **BREAK, 7:41**

## **5. GOVERNANCE, PART II**

**7:53pm**

### **Check in on Board Goals, 7:53pm**

Directors discussed the Board's annual goals.

### *Board Repository:*

Directors discussed technology challenges they face and the Board officers and Beth will meet to identify Board needs and report back to the Board.

### *Improved Policy Governance*

All directors will be registered for the CCMA 2021 Virtual Conference. Directors discussed the



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idea of building individual learning plans for themselves.

## *GM Evaluation & Compensation:*

Learning about and implementing the Policy Governance process for GM Evaluation will begin next month. Everyone is encouraged to attend the Columinate CBL training on the topic in July.

## *Sharing financial information:*

Directors discussed possibilities for understanding owner needs and concerns around sharing financial information, including the idea of focus grouping select owners who have recently requested more information than is publically available. Leslie shared the idea from another Board that does a periodic Financial Meeting of Owners (FINMOO), led by the GM to educate Owners about co-op finances.

## *Train Directors in Meeting Facilitation:*

Rachel, MeriJayd, and Jason expressed interest in receiving more training on meeting facilitation including but not limited to the Columinate course series.

The board also discussed training. All directors will attend virtual CCMA, as we did last year. Beth will register all directors and Mark. All directors to review Columinate event schedule and make a personal training plan to share at an upcoming Board meeting.

## **Board Compensation, 8:21pm**

Rose Marie asked if any directors are interested in researching board compensation in advance of the September vote. Beth offered to provide logistical support to the project.

## **GM Update, 8:35pm**

Mark gave a verbal update on financial results, staffing, and the insurance claim from the winter storm. Mark also shared about the information gathering process for making decisions regarding changes to COVID protocols.

## **7. ADJOURN**

**9:01pm**

**At, 9:01pm RMK adjourned meeting.**

## **Action Items:**

- Mark & Beth to upload most recent Action Plans to Basecamp. Added January 2021. Target June 2021
- Brandon, Beth, Rose Marie, Rachel to revise draft DEI committee charter, as discussed. Added January 2021. Target due date is in time for meeting packet deadline when this item will be discussed (est July 2021)
- Beth to connect with Brandon re: including Review Committee tasks related to the annual report. Added January 2021. Target July 2021.



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- RMK will write a paragraph that primes people for the Self Evaluation Survey so that we can have conversation focused on Board performance rather than the survey tool itself. Added January 2021. Target October 2021.
- Brian to review previously prepared information on board email practices where legal actions are possible. Added March 2021. Target July 2021, in coordination with OEC work plan.
- Beth to get Breeze deadlines and populate the google spreadsheet calendar. Added February 2021. Target June 2021.
- Directors to make a personal training plan for this year. Added April 2021. Target June 2021.