

Wheatville Board of Directors
 August Meeting Agenda
 Tuesday, August 24th, 2021
 6:00-9:00PM ***VIRTUAL MEETING***
 Contact julia@Wheatville.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	
	July 2021 Minutes		5-8
	Monthly GM Report		9-10
6:20pm	4. COMMITTEE WORK		
(1 min)	Recite Ends	RECITE	
(0 min)	ACBA Committee	N/A	11
(0 min)	Audit and Review Committee	N/A	
(5 min)	Nominations Committee	DISCUSS	14
(19 min)	Owner Engagement Committee	DISCUSS	15
6:45pm	5. GOVERNANCE, Part I		
(5 min)	B7 Board and Committee Principles Monitoring	VOTE	
(5 min)	C4 Monitoring GM Performance Monitoring	VOTE	
(10 min)	Diversity, Equity, and Inclusion Update	DISCUSS	
(25 min)	GM Update	DISCUSS	
7:30pm	BREAK		
7:40pm	6. EXECUTIVE SESSION, Part I		
	PURPOSE: to discuss confidential financial information	DISCUSS	
	Note that all decisions of the Board will be made in Open Session		
(5 min)	Resolution on Distribution of Investor Share Dividends	VOTE	
8:30pm	7. EXECUTIVE SESSION, Part I		
	PURPOSE: to discuss confidential human resources information	DISCUSS	
	GM Evaluation and Compensation		
8:55pm	8. ADJOURN		
(5 min)	September meeting preview, Closing Round, and Wrap-up	DISCUSS	
(0 min)	Adjourn	N/A	

Wheatville 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: Rose Marie Klee, *President*; Jason Bourgeois, *Secretary*; Brandon Hines, *Treasurer*; MeriJayd O'Connor; Stephanie Wong; Megan McDonald; Rachel Fischer (late arrival – 7:15pm); and Brian Mikulencak.

Staff present: Mark Jacob, *General Manager*; and Julia, *Board Administrator*.

Others Present: Simon Olesen, *Board Candidate*

Absent: none.

Call to Order **6:04PM**

1. OPEN TIME **6:04PM**

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

3. CONSENT AGENDA **6:16PM**

July 2021 Minutes

Monthly GM Report

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

4. COMMITTEE WORK **6:17PM**

Recite Ends, 6:17pm

Mark recited the Ends.

Audit and Review Committee

No discussion due to pending Audit results.

Nominations Committee, 6:19pm

Jason updated the Board on final list of candidates for the upcoming election: Rose Marie Klee (incumbent), Megan McDonald (incumbent), Sara Vara, and Simon Olesen. Jason, Brian, Brandon, and Rose Marie mention taking time to sit and reflect on the running process to see if there are any adjustments or additions to be made next year.

ACBA Committee, 6:26pm

Megan referenced section of the ACBA update about money city has allocated to open a community grocery store to help specific food insecure areas of Austin in the event of another crisis. Brandon agreed to follow up with city council consultant to include Mark and Rose Marie.



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Owner Engagement Committee, 6:33pm

MeriJayd provided draft agenda for the Fall Owner Gathering (confirmed for Saturday, October 23rd @ 11:00am), and directors had a conversation focused on what should be included at the gathering. MeriJayd will revise the agenda with the OEC to share at next meeting.

5. GOVERNANCE, PART 1

6:51PM

B7 – Board and Committee Principles Monitoring Report, 6:51pm

---Jason moved to accept B7 monitoring report. Stephanie seconded. Motion passed 6-0-1 (abstain).

C4 – GM Performance Monitoring Report, 6:52pm

Directors discussed potential of policy revision and the need to revise monitoring schedule for B policies. Discussion prompted because annual evaluation was not completed by deadline outlined in policy.

---MeriJayd moved to accept C4 monitoring report. Megan seconded. Motion passed 6-0-1 (abstain).

Diversity, Equity, and Inclusion Update, 6:32pm

Mark gave brief update on the DEI work: proud of what has been accomplished, but efforts in need of rejuvenation, as things feel stagnant at the moment.

GM Update, 7:02 pm

Mark gave an update on vital importance of driving sales at the co-op, specifically working on communication and presentation of all our great work to customers. Mark gave an update on labor and shared excitement about new meat department manager, Marquis Simmons.

BREAK

7:31PM

6. EXECUTIVE SESSION, PART 1

7:42pm

*****PURPOSE: to discuss confidential financial information *****

Resolution on Distribution of Investor Share Dividends

---At 7:42pm, Rose Marie moved the Board into Executive Session to include Board, Mark, and Julia.

---At 8:41pm, Rose Marie moved the Board out of Executive Session.

---Brandon makes motion to accept resolution on distribution of investor share dividends with the modification that the Board only take action on investor dividends and wait for a formal



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proposal from Mark next meeting regarding patronage dividends. Stephanie seconded. Motion passed 8-0-0.

7. EXECUTIVE SESSION, PART II

8:41pm

*****PURPOSE: to discuss confidential human resources information *****

---At 8:41pm, Rose Marie moved the Board into Executive Session to include Board and Mark only.

8. ADJOURN

8:55pm

At 8:55pm, adjourned meeting.

Action Items:

- Revise monitoring schedule for B policies.
- Mark & Julia to upload most recent Action Plans to Basecamp. Added January 2021. Target June 2021
- Julia to connect with Brandon re: including Review Committee tasks related to the annual report. Added January 2021. Target July 2021.
- 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.
- Julia 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.
- Discuss a strategic multi-year plan and write it down.