

Wheatsville Board of Directors
February 2020 Meeting Agenda
Tuesday February 25th, 2020
6:00-9:00PM, Guadalupe Meeting Room
3105 Guadalupe



| TIME | TOPIC | ACTION |
|----------|--|-----------------|
| 6:00pm | 1. OPEN TIME – for WV Owners to present any topic to the board | LISTEN |
| 6:10pm | 2. AGENDA REVIEW 3. CONSENT AGENDA: January 2020 Minutes IGMT Monthly Update D3 – Asset Protection C & D Policy Updates | DISCUSS VOTE |
| 6:20pm | 4. COMMITTEE WORK | |
| (1 min) | Recite Ends | RECITE |
| (24 min) | Discuss committee assignments and charters | DISCUSS |
| (0 min) | ACBA Committee | N/A |
| (20 min) | GM Search Committee | DISCUSS |
| (0 min) | Nominations Committee | N/A |
| (20 min) | Owner Engagement Committee + Communication and Transparency | DISCUSS |
| 7:25pm | BREAK | |
| 7:35pm | 5. GOVERNANCE | |
| (15 min) | Board Budget Overview and FY21 Draft | DISCUSS |
| 7:50pm | 6. EXECUTIVE SESSION | |
| | ***The purpose of this session is to discuss confidential information related to financial conditions and HR.*** | DISCUSS |
| 8:50pm | 7. ADJOURN | |
| (10 min) | March 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 February Minutes February 25th, 2020

Present: Rose Marie Klee, *President*; Jason Bourgeois, *Secretary*; Brandon Hines, *Treasurer*, Rachel Fischer; MeriJayd O'Connor; Megan McDonald; Brian Mikulencak Melissa Sledge (6:30-end); and Stephanie Wong.

Also present: Beth Beutel, *Board Administrator* (6:00-7:03pm); Bill Bickford, *HR Manager & Interim General Management Team member* (6:00-7:50pm).

Absent: none.

Call to Order **6:00PM**

1. OPEN TIME **6:00PM**

2. AGENDA REVIEW **6:10PM**

Adjust by moving committees to end of meeting for 10 minutes, if time allows; reduce OEC discussion time to 15 minutes

3. CONSENT AGENDA **6:12PM**

January 2020 Minutes
C & D Policy Updates

---MeriJayd pulled IGMT Monthly Update and D3 – Asset Protection Monitoring Report.

---Brian moved to accept the Consent Agenda. MeriJayd seconded.. Motion passed 8-0-0.

IGMT Monthly Update, 6:15pm

Discuss closing Wheatville all day on April 7th do to Diversity, Equity, and Inclusion training with LaDonna Redmond-Sanders – this is the most important thing in the scorecard and really not another good way to do it, given a staff of over 200 people. We also don't want to make people do an 8-hour training, and then doing an 8 hour shift. After the first training, we will do EAP trainings on diversity for all staff as refreshers and part of our regular training programs.

Discussion of financial impact and other logistics such as methods to communicate with customers. Board affirms that this work is important for the organization.

--- Jason moved to accept the Monthly IGMT Update. Brandon seconded. Motion passed 8-0-0.

D3 – Asset Protection, 6:26pm

Discussion about NCG retained patronage and/versus Joint Liability Fund.



Board of Directors February Minutes February 25th, 2020

---MeriJayd moved to accept D3. Brandon seconded.. Motion passed 7-0-1 (abstain).

4. COMMITTEE WORK

6:27PM

Recite Ends, 6:27pm

Directors and guests recited the Ends in unison.

ACBA Committee

No discussion.

GM Search Committee, 6:28pm

Brandon reported on behalf of the committee. Conducted owner survey. 950 responses. 300+ people typed comments. Brandon will share raw data and summary with board.

Targeting initial onsite interviews beginning in March. Goal is to have a candidate chosen by June, but that's pending a second round of interviews.

Brandon noted some initial things that came out of the survey. He noted that the top two priorities were sustainable practices, and a focus on natural and organic products. The lowest priority was curbside and delivery options. We may want to highlight that it is a way we can serve people who have mobility impediments that prevent them from shopping.

RMK thanked Brandon, Melissa and Doug for their hard work on the committee.

Owner Engagement Committee + Communication and Transparency, 6:36pm

Two main focus areas: working on communication plan and supporting operations in communicating the identity and value of our Co-op.

The OEC will work on developing a communication protocol for board, such as a flowchart and draft responses for general messages that we receive by email at upcoming committee meeting.

The OEC proposed that all directors could participate in creating content aligned with the themes identified in our November board meeting: why the co-op matters, what big things are happening within the organization (governance and ops), information about what the board does/who we are/what we are working on, what is a co-op.

Next Committee meeting scheduled for Wednesday March 4th. 7pm. Guad.

5. GOVERNANCE

6:55PM

Board Budget Overview and FY21 Draft, 6:55pm

Brandon put together a draft board budget based on the current document and actuals. Will share the google doc for folks to be able to collaboratively give feedback/ideas.



Board of Directors February Minutes February 25th, 2020

RMK discussed the importance of investing in governance.

GM Transition Expense – is being categorized separately because it's significant, and we want to be able to show the bank and other creditors so we can show one-time expenses.

BREAK

7:03PM

6. EXECUTIVE SESSION

7:14PM

At 7:14, RMK moved the Board into executive session to include Bill Bickford.

***The purpose of this session is to discuss confidential and proprietary information and personnel matters. ***

At 7:50, Bill departed executive session.

---At 9:05pm, Rose Marie Klee moved the Board out of executive session.

7. ADJOURN

9:07PM

At 9:07pm, RMK adjourned meeting.