

Wheatsville Board of Directors  
 May Meeting Agenda  
 Tuesday, May 25<sup>th</sup>, 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	
	April 2021 Minutes		4 – 7
	Monthly GM Report		8 – 9
	D8 – Board Logistical Support Monitoring Report		10 – 16
	D9 – Emergency GM Succession Monitoring Report		17
6:20pm	4. GOVERNANCE		
(1 min)	Recite Ends	RECITE	
(15 min)	Diversity, Equity, and Inclusion Update	DISCUSS	
(10 min)	B1 Monitoring	VOTE	18
(10 min)	B2 Monitoring	VOTE	19
(14 min)	GM Evaluation Preparation	DISCUSS	
(30 min)	GM Update	DISCUSS	
7:40pm	BREAK		
7:50pm	5. COMMITTEE WORK		
(0 min)	ACBA Committee	N/A	
(0 min)	Audit and Review Committee	DISCUSS	
(10 min)	Nominations Committee	DISCUSS	
(10 min)	Owner Engagement Committee	DISCUSS	20
8:10pm	6. EXECUTIVE SESSION		
(40 min)	***PURPOSE: to discuss confidential and proprietary financial information***		
(5 min)	D1 – Financial Conditions and Activities Monitoring Report	VOTE	21-56
8:55pm	7. ADJOURN		
(5 min)	June 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 May 2021 Minutes May 25th, 2021

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

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

Owners Present:

Others Present: Leslie Watson, *Columinate Consulting*.

Absent: Megan McDonald

**Call to Order** **6:01PM**  
Nothing to note.

**1. OPEN TIME** **6:01PM**  
Nothing of note was discussed.

**2. AGENDA REVIEW** **6:11PM**  
No changes were made to the agenda.

**3. CONSENT AGENDA** **6:11PM**  
**April 2021 Minutes**  
**Monthly GM Report**  
**D8 – Board Logistical Support Monitoring Report**  
**D9 – Emergency GM Succession Monitoring Report**

---Brian moved to accept the Consent Agenda. Stephanie seconded. Motion passed 6-0-1 (abstain).

**4. GOVERNANCE** **6:12PM**  
**Recite Ends, 6:12pm**  
Mark recited the Ends policy statement.

**Diversity, Equity, and Inclusion Update, 6:13pm**  
Mark noted that of the Senior Leadership team at the time of the former GM's departure was all white. Now, the Senior Leadership team is half non-white persons. Mark noted challenges with the staff-led Diversity and Inclusion Committee, and walked through some potential solutions to support their ongoing work.

Directors briefly discussed the idea of a DEI Committee. MeriJayd posed the question whether



# Board of Directors May 2021 Minutes May 25th, 2021

owners could be invited to participate.

MeriJayd and Rose Marie shared some recent highlights from the Abolitionist Challenge

## **B1 – Governing Style Job Monitoring Results, 6:32pm**

Directors discussed the language of the policy and whether they were interpreting it the same way.

--- Brandon moved to accept the B1 – Governing Style Job Monitoring Report. Brian seconded. Motion passed 6-0-1.

## **B2 – the Board’s Job Monitoring Results, 6:44pm**

The Board discussed owner communication and noted they do not have a shared understanding of what success in that area looks like; RMK noted it is a topic for strategic learning.

---Rachel moved. Brandon seconded. 6-0-1

## **GM Evaluation Preparation, 6:55pm**

Rose Marie led a training on GM Evaluation and Compensation process as outlined by Columinate Consulting for Policy Governance systems. Rose Marie noted that Wheatsville differs from their recommendation in that Wheatsville does not use a multi-year compensation plan.

Mark overviewed the plan for performance based raises for staff for the year and benchmarked himself on that scale for the Board. Mark requested to be considered the same as other staff.

## **GM Update, 7:21pm**

Mark gave a verbal update including financial performance, sales growth, the labor market and hiring, and COVID-19 safety procedures.

## **BREAK**

**7:40pm**

## **5. COMMITTEE**

**7:50PM**

### **ACBA Committee**

No discussion.

### **Audit and Review Committee**

No discussion.

## **Nominations Committee, 7:50pm**

Jason noted that there will be two incumbents running, Rose Marie and Megan. Three seats will



# **Board of Directors May 2021 Minutes May 25th, 2021**

be available in this election. Jason encouraged everyone to actively recruit qualified candidates to attend meetings, information sessions. Jason will be sending the application packet out for review this week, and once the Board has finalized he will forward it to Nick for online posting.

## **Owner Engagement Committee, 8:01pm**

The OEC proposed an hour long Board-Connect meeting and overviewed a potential agenda, with a focused panel on local food. The overall idea would be to have a series of conversations around the Ends with owners and provide them an opportunity to connect to community and to the purpose of Wheatville.

## **6. EXECUTIVE SESSION**

**8:14pm**

**\*\*\*PURPOSE: to discuss confidential and proprietary financial information\*\*\***

---At 8:13pm, Rose Marie moved the Board into Executive Session.

At 9:03pm, Rose Marie Klee moved the Board out of Executive Session.

## **D1 – Financial Conditions and Activities Monitoring Report**

No discussion. The Board will discuss and take action at the June meeting.

## **7. ADJOURN**

**9:03pm**

**At, 9:03pm 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.
- 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.