

Wheatsville Board of Directors
November 2020 Meeting Agenda
Wednesday, December 2nd, 2020
6:00-9:00PM *VIRTUAL MEETING*****
 Contact 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	
	October 2020 Meeting Minutes		6
	Monthly GM Update		10
6:20pm	4. GOVERNANCE, PART 1		
(1 min)	Recite Ends	RECITE	
(19 min)	Board Retreat Follow-Up	DISCUSS	
(20 min)	Diversity and Inclusion	VOTE	11
(20 min)	D7 - Communication to the Board Monitoring Report	VOTE	12
7:20pm	BREAK		
7:30pm	5. GOVERNANCE, PART 2		
(35 min)	GM Update and Discuss Action Plans		10
8:05pm	6. COMMITTEE WORK		
(0 min)	ACBA Committee	N/A	
(15 min)	Audit and Review Committee	VOTE	19
(15 min)	GM Search Committee	VOTE	
(15 min)	Nominations Committee & Election Results Certification	VOTE	22
(0 min)	Owner Engagement Committee	N/A	
8:55pm	7. ADJOURN		
(5 min)	Meeting Evaluation	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



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Present: Rose Marie Klee, *President*; Jason Bourgeois, *Secretary*; Brandon Hines, *Treasurer*, Rachel Fischer (6:14pm-end); Brian Mikulencak; Stephanie Wong; Megan McDonald (7:16pm-end); MeriJayd O'Connor; and Melissa Sledge (6:59pm-end).

Also present: Mark Jacob, *General Manager*; and Beth Beutel, *Board Administrator*.

Guests: none.

Absent: none.

Call to Order **6:01PM**

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

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

GM Search Committee doesn't need time. Closing out will happen in January.

Add time for discussing Melissa's move.

Add time for discussing members request for financial information.

3. CONSENT AGENDA **6:13PM**

October 2020 Meeting Minutes

Monthly GM Update

---Brian moved to accept the Consent Agenda. Jason seconded. Motion passed 6-0-0.

4. GOVERNANCE, PART I **6:14PM**

Recite Ends, 6:14pm

Mark recited the Ends policy.

Board Retreat Follow-Up, 6:16pm

Directors did a round of feedback on the retreat.

Directors discussed the role of committees in the Board's work. RMK, Beth, Brandon, and Rachel will create a draft committee charter for the Diversity, Equity, and Inclusion committee and submit it to the Board's January meeting packet for consideration.

Diversity and Inclusion, 6:44pm

Mark shared updates on the staff Diversity and Inclusion work including work with Dr. Prince and the Diversity and Inclusion Network.



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Directors participating in the Abolitionist Challenge shared their reflections. Rose Marie noted that there will be another round of the Abolitionist Challenge and directors can consider if they wish to continue their participation.

D7 - Communication to the Board Monitoring Report, 7:14pm

Rose Marie shared that she could recall instances of D7.6 applying and so would like to keep the policy. Directors and Mark discussed how, when, and why, he would share his opinion if Mark thought the Board was breaking its own policies.

---Brandon moved to accept the D7 Communication to the Board Monitoring Report. Melissa seconded. Motion passed. 9-0-0

5. GOVERNANCE

7:52PM

GM Update and Discuss Action Plans

Mark gave an overview of the Training and Development Action Plan.

6. COMMITTEE WORK

8:22pm

Melissa's Move, 8:22pm

Melissa will be moving out of state to pursue career opportunities. The Board considered whether that would affect her participation on the Board, noting that all Board and committee meetings are now virtual.

Financial Disclosure to Owners, 8:29pm

Directors discussed balancing the need for transparency to owners, including as required by the Texas Business Organization Code, with the need to maintain confidentiality from our competitors. Brandon, Mark, and Rose Marie will continue discussing the topic offline.

ACBA Committee, 8:29pm

No update this month.

Nominations Committee & Election Results Certification, 8:42pm

Jason overviewed the results of the election, and the voting process.

---Rachel moved to accept the election report of the Election Liaison, Jason Bourgeois. Brian seconded. Motion passed 9-0-0.

Owner Engagement Committee, 8:51pm

No update.

Audit and Review Committee, 8:29pm

--- Brandon moved to dissolve the Audit and Review Committee. MeriJayd seconded. Motion passed. 9-0-0.



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Thanks to Brandon and Stephanie for their work on the audit committee.

GM Search Committee, 8:57pm

No discussion.

7. ADJOURN

8:56pm

January preview, Closing Round, and Wrap-up, 8:58pm

Directors noted they missed in person meetings, particularly enjoying the same snacks.

At 9:00pm, RMK adjourned meeting.

Action Items:

- Mark & Beth to upload most recent Action Plans to Basecamp.
- Mark, Beth, Rose Marie, Rachel to draft DEI committee charter.
- Beth to connect with Brandon re: including Review Committee tasks related to the annual report.