

Wheatsville Board of Directors

June 2013 Meeting Agenda

Tuesday, June 25th, 2013

6:00 – 9:00 pm @ Wheatsville 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: May 2013 Meeting Minutes B6 – Officer's Roles Monitoring Report C3 – Delegation to the GM Monitoring Report Proposed Revision to Policy B.9.5 - Endorsements GM Report	DISCUSS VOTE
6:15pm	4. COMMITTEE WORK/GOVERNANCE, PART I (1 min) Wheatsville Ends (20 min) Nominations Committee (40 min) CCMA 2013 Reflection on Experience and Dissolve Committee (1 min) Resolution in Recognition of CCMA Organizers (2 min) ACTT Committee (5 min) Fall Owner Gathering Committee (1 min) Review Committee	RECITE VOTE VOTE VOTE DISCUSS DISCUSS DISCUSS
7:25pm	5. BREAK	
7:35pm	6. GOVERNANCE, PART II (20 min) Bylaws Learning Discussion (40 min) Strategic Learning – Storytelling and Social Movements	DISCUSS DISCUSS
8:35pm	7. BIG Direction ***EXECUTIVE SESSION*** Purpose Discuss confidential information related to Wheatsville's second store project. ***END EXECUTIVE SESSION*	DISCUSS
9:00pm	8. ADJOURN	

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*; Doug Addison, *Secretary*; Steven Tomlinson *Treasurer*; Reyna Bishop; Marcia Erickson; Christina Fenton; Kate Vickery; John Vinson.

Also Present: Dan Gillotte, *General Manager*; John Perkins, *Finance Manager*; and Beth Beutel, *Board Administrative Assistant*; Lindsay Razzaz, owner.

Absent: Mark Wochner

Call to Order

6:00 PM

1. OPEN TIME

There is a Moontower round-table Sunday at 3pm. John Vinson would like to invite someone from Wheatsville.

Lindsay introduced herself to the Board. The directors introduced themselves.

2. AGENDA REVIEW

6:08PM

RMK moved strategic learning to the last item, time permitting, added 10 minutes to executive session, and decided to allow additional time for other items as the discussion dictated.

3. CONSENT AGENDA:

6:07 PM

- May 2013 Meeting Minutes
- B6 – Officer's Roles Monitoring Report
- C3 – Delegation to the GM Monitoring Report
- Proposed Revision to Policy B.9.5 - Endorsements
- GM Report
- Procedures for Co-op Vote

---RMK pulled the B6 Monitoring Report

---Steven moved to approve the Consent Agenda. Doug seconded the motion. Motion passed 8-0-0.

Regarding her comments on B.6.6, Kate noted that the Board's practices are more complicated than the policy indicates. The directors agreed that they were all comfortable with the existing policy.

---Steven moves that we accept the B6 monitoring report. John Vinson seconded. Motion passed 8-0-0.



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---Kate moved to revise B.6.6.1. to remove the words “adopted on July 28, 2009.” Christina seconded. Motion passed 8-0-0.

4. COMMITTEE WORK

6:16 PM

Wheatsville Ends, 6:16pm

The Board recited the ends policies in unison.

Nominations Committee, 6:17pm

Reyna updated the Board on progress with candidate recruitment, noting that several candidates have joined committees.

Doug asked Shari Holland, a former Board member to be the non-director owner on the subcommittee for interviewing potential candidates in the event that there are more than seven candidates. Reyna will contact her to follow up.

Reyna did research on potential candidate recruiting outreach opportunities. As a test, the Committee would like to send postcards and emails to owners in the ZIP codes nearest the new store with information about the orientations and the next board meeting. The directors discussed this proposal.

---Reyna moved that the Board authorize the Nominations Committee to contact Owners from the three closest ZIP codes to the South Lamar location to invite them to attend the upcoming Board orientation sessions, with the ability to use up to \$200 for postcards. Marcia seconded. Motion passed 8-0-0.

The Board discussed the Recruitment, Orientation and Training document. The directors questioned new procedures, including mentoring and policy review practices. The Board noted that the document says that the procedures are recommended but not required.

The Board struck the phrase “B & C” from the document under the Policy Review section.

---Reyna moved that the Board approve the Recruitment Orientation and Training document pursuant to changes to the policy review section. Doug seconded. Motion passed 8-0-0.

CCMA 2013 Committee, 6:49pm

The directors, Dan, and Beth discussed what they learned at CCMA. Everyone loved that Wheatsville had its own track where staff and directors shared the story of how Wheatsville became the friendliest store in town.



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Directors and Dan noted that the tours were incredibly well-organized and both fun and informative. Dan will be sure to share strategies for success and hiccups to avoid with the next CCMA host co-op. Doug noted that the local tour was great, and that Steve from Book People and John from Waterloo Records gave a very informative talk.

Marcia, Mark, Christina and Kate attended a variety of talks in the "Access and Diversity" track. Kate was invited to have breakfast with Wheatsville's HR team to discuss what she learned from CCMA about diversity and hiring.

The directors also learned about engaging with local political figures, and remembering that cooperatives are primarily a place for people to practice democracy.

Resolution in Recognition of CCMA Organizers, 7:33

Nicole Renaux's name needs to be corrected and Kate Vickery needs to be added as tour guide.

---RMK moved to adopt the resolution to commend all who helped host a successful CCMA 2013 conference. Steven Seconded. Motion passed 8-0-0.

5. BREAK

7:38 PM

6. GOVERNANCE

7:48 PM

CCMA 2013 Committee, 7:48

---Rose Marie Klee moved to dissolve the CCMA Committee with highest commendations. Marcia seconded. Motion passed 8-0-0.

ACTT Committee, 7:50

---Kate moved that the name of the ACTT Committee be changed to the Austin Cooperative Business Association (ACBA) Committee and that John Vinson be the sole member to act primarily as an informational liaison from the ACBA to the Wheatsville Board on an ongoing basis with no resources required. Christina seconded. Motion passed 7-0-1.

John Vinson updated the Board on developments with recruiting additional founding members to ACBA, noting that Black Star has joined, and RBCFU and UFCU will be making official decisions in July.

Fall Owner Gathering Committee, 7:58



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Mark and Reyna agreed to co-chair the Fall Owner Gathering Committee. Due to the Austin City Limits Festival, the committee recommends Saturday October 19th, which is during Owner Appreciation Days. Since operations will be throwing the grand opening party, it gives the Board the opportunity to focus on community engagement. The official Annual Meeting will last one hour with an Ends discussion, Dan update on organization/stores, and Board candidate speeches.

Review Committee, 8:01pm

Non-director Owners, Nancy Mims and Christa Kimmel have joined the Review Committee.

Bylaws Learning Discussion, 8:03pm

Marcia, Christina and Doug have met on several occasions in the last several months to create quick reference documents for things that are defined by the Bylaws. Doug would like to see the documents included as a part of next year's Orientation Packet.

RMK told the Board about the Bylaws revision process. Kate asked about boycotts, and Dan informed the Board that it used to be a Board policy that all boycotts were up for a vote by the owners every year. Now the Bylaws stipulate that the Board or the owners, by petition, can place an existing boycott on the ballot, otherwise the boycott stands indefinitely. For new boycotts, an owner must get 500 signatures to get a boycott vote on the ballot. Wheatsville's only current boycott is that Wheatsville does not buy or sell any products that are tested on animals.

7. BIG DIRECTION

8:35 PM

---At 8:35 pm, RMK moved that the Board enter into executive session and include John Perkins, Dan Gillotte, and Beth Beutel to discuss confidential matters related to the South Lamar store project and the BIG direction.

*****EXECUTIVE SESSION*****

Purpose: to discuss confidential/proprietary information related to the second store project.

---At 9:02, RMK moved the Board out of Executive Session.

---RMK moved to adjourn at 9:02.



Wheatsville Co-op Board of Directors
Resolution to Commend All Who Helped Host a Successful
CCMA 2013 Conference.

***Whereas,** Wheatsville Co-op has hosted a successful Consumer Cooperative Manager Association conference, a project that required the heroic efforts of many people;*

***Whereas,** Beth Ley and Annie Downs scouted event locations, caterers and volunteers and helped create a Wheatsville track and prepared supporting materials;*

***Whereas,** Cody Atkins did an exemplary job offering local vendors the opportunity to contribute to gift-bags and recruited an excellent bag preparation team — including Ken Hargrove, Bill Bickford, Theron Beaudreau, J Martinez, Gabriel Gallegos, Millie Womack, Mariah Barrett, Nina Norton, Erica Dunford and Lisa Weems;*

***Whereas,** Dana Tomlin, Bill Bickford, Niki Nash, Mariah Barrett, Raquel Dadomo, Dan Gillotte and Rose Marie Klee represented Wheatsville as presenters in the Wheatsville track and did an exemplary job educating consumer cooperatives about Wheatsville's setbacks and successes;*

***Whereas,** the tour guides Kate Vickery, Jane Cravey, John Vinson, Mark Wochner, Doug Addison, Marcia Erickson, John Robertson, Rory Alexander, Beth Ley and Mariah Barrett; and the tour helpers, Cecelia Phillips and Beth Beutel, delighted our guests with an insider's look at Austin's cooperative economy.*

***Whereas,** the operational staff representing Wheatsville at the Guadalupe and South Lamar locations during the tours — Dana Tomlin, Clark McKay, Lisa Weems, Carol Campbell, Rory Alexander — and all other staff members on duty on Thursday 6 June 2013, treated visitors to shining examples of Wheatsville's hospitality;*

***Whereas,** the trackers, Nina Norton, Lisa Weems, Beth Beutel, Clark McKay, Theron Beaudreau, J Martinez, Carol Campbell; and Dana Curtis, Nicole Renaux, and Erin O'Bryant from Black Star Co-op; provided excellent service to the presenters and the conference organizers by assisting with room organization and conference surveys.*

***Whereas,** Raquel Dadomo, Brooks Wood, Caroline Robinson, Rory Alexander, Jimmy Dawson, Brandon Crider, Matt Otto and Thor Armburster beautified our store by re-branding, posting new signs, completing construction projects, painting and cleaning.*



Whereas, *Dan Gillotte led the team and demonstrated fearless open-heartedness in the face of a huge, challenging project with lots of moving parts;*

Whereas, *everybody had a great time;*

Now Therefore Be It Resolved That:

The Board expresses its wholehearted respect, affection and appreciation for the Wheatsville team and honor their accomplishment hosting what many participants called "the best run CCMA Conference ever."

Approved by the Wheatsville Board of Directors this 25th of June 2013

Rose Marie Klee, President

Doug Addison, Secretary