

**Wheatsville Board of Directors**  
**July Meeting Agenda**  
**Tuesday, July 23rd, 2024**  
**6:00-9:00PM \*\*\*VIRTUAL MEETING\*\*\***  
**Contact Lwinters@Wheatsville 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 3. CONSENT AGENDA: June 2024 Meeting Minutes Monthly Operations Report Monthly Ownership Report B6 – Officers' Roles Monitoring Survey B7 – Board Committee Principles Monitoring Survey	DISCUSS VOTE	
6:15pm	4. GOVERNANCE (1 min) Recite Ends (10 min) Monthly GM Update (30 min) D1 – Financial Conditions GM Monitoring Report (10 min) D2 – Business Planning + Financial Budgeting GM Monitoring Report	RECITE VOTE VOTE VOTE	
6:55pm	<b>BREAK</b>		
7:05pm	5. COMMITTEE WORK (15 min) Nominations Committee (10 min) Owner Engagement Committee (10 min) Audit and Review Committee	DISCUSS DISCUSS DISCUSS	
7:40pm	6. EXECUTIVE SESSION ***Purpose – to discuss proprietary business matters		
8:20pm	7. ADJOURN (4 min) Finalize RFP (1 min) August preview, Closing Round, and Wrap-up Adjourn	VOTE	

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

## July Meeting Minutes

### July 23rd, 2024

Present: Brandon Hines, *President*; Lisa Mitchell, *Treasurer*; Brianna Menard, *Secretary*; Joelle Williams (6:33pm); Cody Atkins; MeriJayd O'Connor; Megan McDonald; Mindy Nobles; and Sara Vara

Staff present: Bill Bickford, *General Manager*; Lindsay Winters, *Board Admin*; and Tanya Carney, *Lamar Store Director*

Others present: Nicole Seltman, Board Applicant

**Call to Order** **6:02 PM**

**1. OPEN TIME** **6:02 PM**

The Directors, Bill, Tanya, and Lindsay welcomed Board applicant Nicole Seltman to the meeting and gave brief introductions.

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

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

June 2024 Meeting Minutes

Monthly Operations Report

Monthly Ownership Report

B6 – Officers' Roles Monitoring Survey

B7 – Board Committee Principles Monitoring Survey

--Brianna moved to accept the Consent Agenda. Mindy Seconded. Motion passed (7-0-0).

**4. GOVERNANCE AND COMMITTEE WORK** **6:14 PM**

**Recite Ends, 6:14 pm**

--Cody recited the Ends.

**Monthly GM Update, 6:15 pm**

Bill discussed the ongoing Eden boycott and evaluated the Board's stance on suggesting changes to the boycott rules in the upcoming election. This could involve imposing a time limit on boycotts or implementing a sunset clause. Bill pointed out that the current boycott of Eden has not led to any changes in their practices. Instead, Wheatsville has faced a reduction in available products for shoppers due to a shortage of alternatives from our current suppliers.



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Cody proposed that boycotts should last for two years, allowing time to assess whether a brand attempts to make any changes during that period. Brandon, Mindy, and MeriJayd agreed and discussed next steps if a brand continues to be publicly scrutinized. The Board, Bill, and Tanya discussed other cooperatives and their relationships with boycotts, noting that boycotting is less prevalent elsewhere than it is at Wheatsville. Sara suggested that management, rather than owners, should address boycotts as a whole and advocated for removing the boycott option entirely. Brandon surveyed the directors, outlining the possibilities of adding a sunset clause or amending the bylaws to exclude boycotts. Six directors favored the sunset clause, while all nine were in favor of excluding boycotts altogether.

Bill gave an overview of recent communications with NCG and Columinate and the plan to kickstart the owner capital campaign in the fall. Bill highlighted the importance of director involvement in capital campaigns and discussed with the Board what kind of time commitments and roles directors were comfortable taking on for the campaign.

-- MeriJayd moved to accept the monthly GM update. Cody seconded. Motion passed (9-0-0).

#### **D1 – Financial Conditions GM Monitoring Report , 7:06 pm**

Bill gave a brief update on the D1 – Financial Conditions GM Monitoring Report.

-- Lisa Moved to accept D1. Joelle Seconded. Motion passed (9-0-0).

#### **D2 – Business Plan + Financial Budgeting, 7:08 pm**

Brandon noted this is the same report as last month and opened the floor for comments. There were none.

-- Mindy moved to accept D2 – Business Plan + Financial Budgeting. Cody Seconded. Motion passed (9-0-0).

**BREAK** **7:10 PM**

**5. GOVERNANCE, Part 2 & COMMITTEE WORK** **7:21 PM**

#### **Nominations Committee, 7:22 pm**

Joelle briefed the board on incoming applications. Sara and Brandon discussed the logistics of having more seats than candidates and how that would affect the election.

#### **Owner Engagement Committee, 7:29 pm**

MeriJayd mentioned there were no new updates, but the committee plans to meet to further discuss the capital campaign and upcoming Fall Owner Gathering on October, 19th.



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#### **Audit and Review Committee, 7:36 pm**

Lisa provided an overview of the Direct Inspection of Tax Payments and the Board budget, indicating that everything is as expected. Directors can anticipate a Wegner update in a few months.

#### **6. EXECUTIVE SESSION** **7:45 PM**

\*\*\*Purpose – to discuss proprietary business matters

At 7:46 pm, Brandon brought the Board into an executive session to include Bill Bickford, General Manager, and Tanya Carney, South Lamar Store Director, and Lindsay Winters, Board Admin.

At 9:04 pm Brandon moved Bill Bickford, Tanya Carney, and Lindsay Winters out of the Executive session for a BOD-only check-in.

At **9:23 pm**, Brandon moved the Board out of executive session.

#### **8. ADJOURN** **9:30 PM**

#### **Finalize RFP, 9:24 pm**

--Brandon moved to finalize the RFP. Brianna Seconded. Motion passed 9-0-0.

#### **July Preview, Closing Round, and Wrap-up, 9:27 PM**

**At 9:30 pm, Brandon adjourned the meeting.**