

**Wheatsville Board of Directors
October Meeting Agenda
Tuesday, October 22nd, 2024
6:00-9:00PM ***VIRTUAL MEETING***
Contact Lwinters@wheatsville.com for info to join**



TIME	TOPIC	ACTION	PAGE
6:00 pm	1. OPEN TIME – for WV Owners to present any topic to the board	LISTEN	
6:10 pm	2. AGENDA REVIEW 3. CONSENT AGENDA: September 2024 Meeting Minutes Monthly Operations Report Monthly Ownership Report Monthly GM Update B9 – Endorsements & C – Global Governance Commitment Board Monitoring Surveys	DISCUSS VOTE	4-8 9 10 11-14 15
6:15 pm	4. GOVERNANCE (1 min) Recite Ends (20 min) D1 – Financial Conditions GM Monitoring Report (10 min) D4 – Ownership Rights and Responsibilities GM Monitoring Report	RECITE VOTE VOTE	16-32 33-36
6:45 pm	BREAK		
7:00 pm	5. COMMITTEE WORK (10 min) Nominations Committee (10 min) Owner Engagement Committee (10 min) Audit and Review Committee	DISCUSS DISCUSS DISCUSS	
7:30 pm	6. EXECUTIVE SESSION (30 min) *** Quarterly BOD-Only Check-in		
8:00 pm	7. ADJOURN (4 min) November/December preview, Closing Round, and Wrap-up (1 min) Adjourn	DISCUSS	

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

October Minutes

October 22nd, 2024

Present: Brandon Hines, *President*; Lisa Mitchell, *Treasurer*; Brianna Menard, *Secretary*; Sara Vara; Joelle Williams (6:11pm); Cody Atkins; MeriJayd O'Connor (6:13pm); and Mindy Nobles.

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

Absent: Megan McDonald

Call to Order 6:02 PM

1. OPEN TIME 6:02 PM

2. AGENDA REVIEW 6:14 PM

3. CONSENT AGENDA 6:16 PM

September 2024 Minutes

Monthly Operations Report

Monthly Ownership Report

Monthly GM Update

B9 – Endorsements Board Monitoring Survey

C – Global Governance Commitment Board Monitoring Survey

--- Lisa moved to accept the Consent Agenda. Mindy seconded. Motion passed 7-0-1 (Abstain).

4. GOVERNANCE 6:21 PM

Recite Ends, 6:21 pm

Brianna recited the Ends.

D1– Financial Conditions GM Monitoring Report, 6:21 pm

Bill noted that the summer quarter is typically the most challenging, often showing negative sales growth, primarily due to issues with the Guadalupe store. He stated that the compliance plan will be postponed until after the Guadalupe store is relocated.

Sara, Lisa, MeriJayd, and Mindy emphasized the importance of focusing on the Guadalupe location. Sara proposed developing a strategy to shape the store's narrative. Lisa suggested refreshing the store's appearance, MeriJayd recommended hosting more events at that location, and Mindy proposed featuring it prominently in the capital campaign.

Brandon and Bill pointed out the reasons for the lower profits, noting that Guadalupe is no longer a busy corridor, with many stores closing and foot traffic decreasing. Bill emphasized the necessity to focus on the Lamar location.



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--- Brandon moved to accept the D1– Financial Conditions GM Monitoring Report. Mindy seconded. Motion passed 8-0-0.

D4-Ownership Rights and Responsibilities GM Monitoring Report, 7:00 pm

Bill indicated that this is a low-change report, essentially the same as before, and confirmed that we are meeting policy requirements for managing ownership issues.

Merijayd asked if anyone had requested ownership information, and Bill replied no. She also inquired about the five individuals seeking refunds for owner resignation. Lisa noted that the most common reason for resignation was people moving away.

--- Brianna moved to accept the D4-Ownership Rights and Responsibilities GM Monitoring Report. Lisa seconded. Motion passed 8-0-0.

BREAK **7:05 PM**

5. COMMITTEE WORK **7:24 PM**

Nominations Committee, 7:24 pm

Joelle noted that a candidate had withdrawn from the election and thanked Bill for quickly updating the ballot. Brandon asked whether the candidates would be informed about the uncontested election, to which Joelle confirmed she would notify them. Sara inquired about the candidates' resumes, and Joelle responded that she would organize the folder containing the resumes.

Owner Engagement Committee, 7:30 pm

MerJayd congratulated the team for participating in the annual owners' event. MerJayd noticed that there seemed to be less owner presence this year. Bill mentioned that, with the new marketing and outreach staff, we may not have utilized all of our avenues to promote the event effectively. Joelle noted that having the community action partners present was very beneficial, as they were able to share their mission, particularly the smaller, lesser-known partners.

Lisa agreed with Joelle and mentioned that she had heard concerns about gathering many people close together, especially in light of COVID-19. Sara commented that the presentation of coffee and donuts was great. She also shared her thoughts on the voting process, expressing that she appreciated the annual budget but noted there may have been faulty links to the candidate bios. Lisa liked how the nominees were organized from the least operating budget to the greatest.

Brandon suggested the idea of including affiliated donation links in the future, allowing customers to donate to the community action partner nominees.



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Mindy, MeriJayd, and Joelle will be attending the Co-opportunity fair on Wednesday, October 23rd.

Audit and Review Committee, 7:41pm

Lisa discussed discrepancies in the quarterly board budget. Overall, we are well within the budget; however, the only expense that exceeded our budget was related to Wegner. She also mentioned that she will be preparing her annual report for the winter edition of the Breeze.

Brandon reminded everyone that we have an obligation to submit a similar report to the state, with Bill noting that the submission deadline was September 30th. Brianna and Brandon will need to sign this document. Bill pointed out that the report is often submitted late each year, and Lisa asked how we could support him in submitting it on time. Bill explained that the main issue is timing with the audit and suggested that moving the audit up could help meet the deadline.

6. EXECUTIVE SESSION

7:51 PM

***Purpose – to discuss proprietary business matters

At 7:51 pm, Brandon brought the Board into an executive session to include Bill Bickford, General Manager, Tanya Carney, South Lamar Store Director, and Lindsay Winters, Board Admin.

At 8:54 pm Brandon moved Bill Bickford, Tanya Carney, and Lindsay Winters out of the Executive session for a BOD-only check-in.

At 9:24 pm, Brandon moved the Board out of executive session.

7. ADJOURN

9:30 PM

December Preview, Closing Round, and Wrap-up

At 9:30 pm, Brandon adjourned the meeting.