

Wheatsville Board of Directors
 August Meeting Agenda
 Tuesday, August 26th, 2025
 6:30-9:00PM ***VIRTUAL MEETING***
 Contact Lwinters@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	
	July 2025 Meeting Minutes		4-7
	Monthly Operations Report		8
	Monthly Ownership Report		9
	Monthly GM Update		10
6:15pm	4. GOVERNANCE		
(1 min)	Recite Ends	RECITE	
20 min)	Capital Campaign	DISCUSS	
(20 min)	Wheatsville Expansion	DISCUSS	
(10 min)	D6 – Staff Treatment and Compensation GM Monitoring Report	VOTE	11-27
(10 min)	Annual Report Discussion	DISCUSS	
(5 min)	Resolution of Distribution of Net Savings	VOTE	
7:40pm	BREAK		
7:50pm	5. COMMITTEE WORK		
(10 min)	Nominations Committee	DISCUSS	
(10 min)	Audit and Review Committee	DISCUSS	
(10 min)	Owner Engagement Committee	DISCUSS	28-30
(5 min)	Board Compensation Discussion	DISCUSS	31-32
(10 min)	Columinate Article, Brianna	DISCUSS	
(5 min)	Monthly Look-Ahead	DISCUSS	
8:05pm	6. EXECUTIVE SESSION		
(20 min)	***Purpose – to discuss proprietary business matters		
	7. EXECUTIVE SESSION		
	***BOD-Only Check-in		
8:25pm	7. ADJOURN		
(1 min)	Receive & Approve RFP	VOTE	33-47
(10 min)	Board perpetuation and planning	DISCUSS	
(1 min)	September preview, Closing Round, and Wrap-up		
	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



Board of Directors August Minutes August 26th, 2025

Present: Brandon Hines, *President*; Mindy Nobles, *Secretary*; Joelle Williams; Cody Atkins; MeriJayd O'Connor; and Brianna Menard

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

Others present: Board Applicants Wade Powell and Rachel Fischer

Absent: Julie Gomez

Call to Order **6:31 PM**

1. OPEN TIME **6:32 PM**

2. AGENDA REVIEW **6:37 PM**

Brandon asked to move Board perpetual planning to before executive session.

3. CONSENT AGENDA **6:38 PM**

July 2025 Meeting Minutes
Monthly Operations Report
Monthly Ownership Report
Monthly GM Update

-- MeriJayd moved to accept the Consent Agenda. Mindy seconded. Motion passed (6-0-0).

4. GOVERNANCE AND COMMITTEE WORK **6:40 PM**

Recite Ends, 6:40 pm

--Brianna recited the Ends.

Capital Campaign, 6:40 pm

Bill shared that there are no major updates, but outreach continues with consistent commitments between \$2K and \$20K. We have contacted 4,000 of 29,000 owners regarding capital campaign fundraising efforts. Currently, \$345K is in hand and \$865K is committed. Grant funding is in progress and could help Wheatville reach \$1 million.



Board of Directors August Minutes August 26th, 2025

Brianna asked about grant amounts. The Healthy Food Initiative offers \$250K. City of Austin grants are still unclear.

Brandon asked if the CRM can dial out. Bill will check with Bree. Right now, callers are using personal phones.

MeriJayd asked if the Board should focus on tabling or calling. Bill said Bree, Apoorva, and Mike will handle calls. Tabling is important for growing the contact list.

Brandon also mentioned that Dough Addison is still interested in being involved.

Wheatsville Expansion, 6:51 pm

Bill mentioned NCG is in town and hope to meet with landlord representatives. They toured the stores and found significant issues that needed to be addressed. Bill mentioned we're still in the due diligence period and hope the landlord will address foundational and renovation needs.

Bill also noted there are areas of the store that are poorly merchandised and underutilized. While there's sales potential, structural concerns remain.

In discussions with MeriJayd, Bill reiterated that landlords are responsible for making necessary repairs. However, he acknowledged that resolving these issues may be challenging, and many of the repairs are not reasonable for the tenant to undertake.

Mindy asked whether rent could be reduced if Wheatsville offered to handle some of the repairs. Bill noted it could be a possibility.

D6 – Staff Treatment and Compensation , 7:02 pm

Bill reported that the internal survey was conducted through HRS–APD, with anonymized responses and a staff member present during data extraction. Overall scores are consistent with previous years. However, scores related to personal policies and corrective actions have declined, though they remain above compliance thresholds.

He noted that the survey methodology could be improved. Columinate requires 80–85% participation, and Bill is exploring ways to increase staff engagement in future surveys.

The primary area of noncompliance is the livable wage. Bill renewed his request for the Board to evaluate whether meeting the \$24/hour threshold is essential, especially since competitors are also falling short of this benchmark. He noted that achieving compliance under current financial conditions could be disastrous for the co-op.



Board of Directors August Minutes August 26th, 2025

Cody pointed out that “no opinion” responses are counted as zeroes, which may be skewing the overall scores. He also noted that participation levels appear adequate. Both Bill and Cody agreed that staff should not be coerced into taking the survey, as it could compromise the integrity of the results.

Bill requested permission to amend the report if percentage calculations prove inaccurate. The Board agreed, and the report will be revisited at the September meeting.

-- Cody moved to accept D6. Brianna seconded. Motion passed (6-0-0).

Annual report discussion, 7:12 pm

Brandon clarified that the accounting team handles the reports, and one is submitted to the state, and the other is distributed to owners. Brandon assured that Julie and Bill Sherborne will oversee the process to ensure each report is sent to the correct recipient and contains the appropriate information.

Resolution of distribution of net savings, 7:14 pm

Brandon asked if the distribution resolution had been submitted. Bill said it has not. Bill explained that EBITA is currently insufficient to support dividend payouts, citing the disposition of Guadalupe as the primary reason for this limitation. Bill added that Wagner will provide an opinion on the matter when they deliver the audit next month.

4. GOVERNANCE & COMMITTEE WORK, CONTINUED

7:19 PM

Nominations Committee

7:20 PM

Joelle introduced board applicants Rachel and Wade. In total, five candidates are running: Joelle, Brandon, Cody, Wade, and Rachel. There are enough open seats for all to be appointed. Three positions carry three-year terms, while the remaining seats are designated for one- or two-year terms.

Audit and Review Committee, 7:22 pm

With Julie unable to attend, the Board agreed to push this item to the September meeting.



Board of Directors August Minutes August 26th, 2025

Owner Engagement Committee, 7:24 pm

MeriJayd shared her experience tabling at Guad over the weekend and updated the Board on plans for the upcoming Owner Meeting and Oktoberfest. She noted that this year's Owner Meeting will be kept small, with more focus placed on Oktoberfest. The Fall Owner Gathering is scheduled for Saturday, October 18th, from 11:00 AM to 12:00 PM.

Board compensation discussion, 7:27 pm

Brandon stated that, given the current financial situation, there is consensus to maintain existing Board compensation. He and the Board agreed to revisit the topic next year.

Columinate Article, 7:28 pm

Brianna shared a Columinate article on how co-ops foster care and connection, prompting reflection on how Wheatsville can preserve its community values as it grows. She asked what risks growth brings and what could threaten that connection.

She noted that co-ops often step in where traditional systems fail, especially during uncertain times. Brandon added that co-ops were born out of necessity and asked how we avoid reaching crisis points.

Brandon suggested continuing the conversation offline.

Monthly Look-Ahead, 7:35 pm

Mindy gave an overview of agenda items for the next few months.

6. EXECUTIVE SESSION

7:38 PM

***Purpose – to discuss proprietary business matters

At 7:38 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 7:43 pm Brandon moved Bill Bickford, Tanya Carney, and Lindsay Winters out of the Executive session for a BOD-only check-in.

At 7:49 pm, Brandon moved the Board out of executive session.

8. ADJOURN

7:50 PM



Board of Directors August Minutes August 26th, 2025

September Preview, Closing Round, and Wrap-up

7:52 PM

Receive and Approve RFP, 7:52

-- Brandon motioned to accept the GM's proposal on GM compensation. Cody Seconded.
Motion passed (6-0-0).

At 7:53pm, Brandon adjourned the meeting.