

**Wheatsville Board of Directors
June Meeting Agenda
Tuesday, June 28th, 2011
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 (5 min)	AGENDA REVIEW 2. CONSENT AGENDA: May 2011 Meeting Minutes A - Ends policy monitoring B6- Officers' Roles C3- Delegation to the GM General Manager's Report Disaster Recovery Plan (per CPA audit recommendations)	DISCUSS VOTE
6:15pm	3. STRATEGIC LEARNING Practicing the Conversation	DISCUSS
7:35pm	4. BREAK	
7:45pm (15 min) (15 min)	5. POLICY/COMMITTEE WORK FYE 2012 Budget/Business Plan (Please bring copy from last month) Nominations Committee	VOTE VOTE
8:15pm (15 min)	6. GOVERNANCE CCMA Recap	DISCUSS
	EXECUTIVE SESSION	
	Purpose: to discuss development matters of a confidential/proprietary nature Meet CE Pugh, Director of NCGA Development Co-op	DISCUSS
9:00pm	7. ADJOURN	

Benefitting Community * Promoting Cooperative Economics * Transforming Society



Board of Directors Meeting Minutes June 2011

Present: Rose Marie Klee, *President*; Lee Blaney, *Secretary*; Steven Tomlinson, *Treasurer*; Theron Beaudreau; Kate Vickery; Kitten Holloway; Reyna Bishop; Mark Wochner (arr. 6:47pm); and Doug Addison.

Also Present: Dan Gillotte, *General Manager*; John Perkins, *Finance Manager*; Merilee Kuchon, filling in as Board Assistant, Erik Pukinskis (non-owner), Board candidate Ellison Carter (arr. 6:02pm).

Absent: none

Call to Order

6:01 PM

1. OPEN TIME

Introductions

- Erik is a non-owner, who runs sproutrobot.com to help make gardening easier. He has permaculture grocery interests.
- CCMA review to happen at a special meeting.

2. CONSENT AGENDA:

6:10 PM

May 2011 Meeting Minutes

A - Ends policy monitoring

B6 – Officers’ Roles

C3 – Delegation to the GM

General Manager’s Report

Disaster Recovery Plan (per CPA audit recommendations)

Doug pulled the disaster recovery plan from the consent agenda.

The A, B6, and C3 monitoring reports were not available for approval and were, therefore, pulled from the consent agenda. These reports will be included in the July packet.

--Reyna moved to accept the consent agenda. Steve seconded the motion. Motion passed 8-0-0.

Disaster Recovery Plan

- John told the Board that Bill Bickford and his team put most of this plan together. John is working on the “Vital documents” section. The secure and reliable backing up of the electronic data/server is the most important piece. When Wegner LLP reviews this document, Bruce Mayer will provide recommendations.



Board of Directors Meeting Minutes June 2011

- The Board stated their desire to get more details on the implementation of the Disaster Recovery Plan. This topic will be addressed at the July meeting.

3. Strategic Learning – Practicing the Conversation

6:15 PM

Steven Tomlinson led the Board in a strategic learning exercise that involved answering three questions through role playing. He explained that telling the story of co-ops to people is how we make transformations in the world, so the Board should work on telling that story together.

Exercise: Split up into groups, get a partner!

Role play: One person be a Board director, other be the friend. Then switch! New partner for each question.

Question 1: A friend who knows nothing about co-ops asks you as Board member, “How is WV different from Whole Foods?”

- In pairs with one director or staff member playing each role, the Board considered the following tough issues raised during the exercise: Does Whole Foods give better grants? Whole Foods also promises sustainability in its products. Why is Wheatsville not as big as Whole Foods? Is Whole Foods bad just because it's big? Both talk about same values, so what's the real difference? Can't Whole Foods's volume of sales also have ability on transforming society thru impact?
- The Board arrived at the following strong responses: Wheatsville stresses local connections, friendliness, ease of shopping; Wheatsville should not get defensive when compared with Whole Foods; our values may overlap but the fundamental difference is business structure – democratization of wealth; Wheatsville's goal is profit and to meet certain ends and not just rich getting richer.
- Steven summarized: “Make more good things, share them better.”
- Dan added: Customer service is means to an end at most stores – for Wheatsville, customer service IS our end. 11,000 people who live here in our community own Wheatsville.
- Kitten: Wheatsville uses profits to make community better, to make happy people, to make Austin better.
- Steven added: Wheatsville is tool for making Austin better, for directly enriching local economy; changing outcomes that make those people's lives better. Whole Foods can't say that.
- Lee: Owners get to decide what charities Wheatsville gives to, can come to Board meetings and talk about store, can vote. Decided by owners, not corporation.

Question 2: A long-term shopper: “Why should I join the co-op/become an owner? Why does it matter?”



Board of Directors Meeting Minutes June 2011

- The Board discussed the following challenging moments in their one-on-one role-playing: "Yeah, but all I care about is the price"; "How much is the patronage rebate & does it happen every year?"; "Don't I get that same great service if I'm not an owner?"; "How much does it cost?"; "What does it mean to be an owner?"
- The exercise generate the following good answers: Ownership means having a say in what Wheatsville does – community charities, who is elected to the Board; this small investment (ownership) really does a lot of good for the Austin community; buyers seek out special deals for owners; Wheatsville supports local growers & sustainable business
- Reyna pointed out that starting with questions for potential owners is a great approach and provides an entry point for further discussion.
- Steven: Let other people be the teacher. Ask them questions. Once we know where they're coming from, we'll have the right way into the conversation.

Question 3: A friend asks Board member “Why do you choose to spend time on Wheatsville Board that you could spend on another cause? Why is this your priority?”

- Board members indicate that this was a much easier question for most of Board – heard good things.
- The Board came up with the following good answers: Wheatsville is a nexus of social justice; we've already lost a lot of older local businesses in Austin – participating on the Board can help Wheatsville live into the future; only necessary qualification is being an owner – don't have to contribute money to be on this Board like you do for many nonprofits; easy to go off on what you personally are passionate about – growth, co-op movement, personal experience.
- Steven challenged the Board about why this exercise was easier: "Are we missing something here that is hard?"
- RMK: Wheatsville generates its own economy in support of its mission.
- Dan: Wheatsville is self-sustaining, self-generating.
- Steven: they're asking the question because it's about them, not about you. Make it about the other person. They're asking: “This is something that's important for you and I wonder if there's something about this which should be important to me.”

WRAP UP – What was most helpful or worthy of digging deeper into?

- Doug: Interactions that ask people what they're interested in seem most effective.
- Dan: Don't worry about selling story right – don't need to be expert. Asking questions demonstrates care and might create better answers because you're asking the right questions.
- RMK: Democratization of wealth is a key concept. We need to practice these conversations & find our own truth. Love the idea of asking questions. Rather than hoping to find something that resonates, finding out their story is better.



Board of Directors Meeting Minutes June 2011

- Steven: We are missing an opportunity because we are substituting heart for precision. “Why does customer ownership make the difference in the world?” “Why Co-op?” We need to have a bumper sticker or soundbite that answers this. We need this answer. This is the precise piece that complements the heart/passion that we already have. We need to attract the people who don’t get the feel/vibe.
- Steven: Let's do this each meeting, 15 mins, put another couple pieces of the puzzle together. At end of year, we will be able to show tangible results.

4. Break **7:36 PM**

5. Policy/Committee Work **7:45 PM**

A. FYE 2012 Budget/Business Plan

This discussion was moved to Executive Session.

6. Governance **7:46 PM**

A. CCMA RECAP:

The Board Directors who attended CCMA provided recaps of the most memorable moments:

- Kate: The WV Board and GM are looked up to in coop world. We do a lot of things really well but there is much we need to learn. Our session on the Co-op Think-tank was awesome and well received. “Cooperation among co-ops” was dominant theme.
- Kitten: Session on governance & policy governance. Interesting thoughts on implementation. Fairburn’s take on policy governance was great.
- Dan: Fairburn is my co-op boyfriend; he touched on “cognition.” The BIG direction plays into that, and communication of these ideas is huge! Work of the WV Board is largely respected – nominations committee packet! Loved session on building suburban stores. Our next two stores will probably be more alike than this one. Also, people were impressed with relationship between Dan & RMK – no fighting over authority.
- Mark: Happy hour with the PCC Board. PCC focused on expansion – 9th store? Adam Schwartz was awesome. Very supportive of Austin Think-tank. Felt completely connected, at least for a little while. Surprised by animosity to policy governance.
- Theron: Has recordings of the Fairburn keynote address and Think-tank session Think-tank session was PACKED and really engaged. That was very inspirational. Things we are doing here are definitely influencing the rest of the country.
- RMK: Interesting conversation with Art Sherman about relationship between Board President and GM. Loved seeing other Board directors, and getting compliments about our Board. Think-tank panel was really cool. Panel with Dan was awesome. Cooperation among co-ops – got to be part of that conversation. How do we connect with each other nationally? Fairburn builds conversation in a way that is really understandable.



Board of Directors Meeting Minutes June 2011

- The Board is going to schedule a brunch/happy hour to talk more about CCMA.

B. Nominations Committee

8:04 PM

- Ellison Carter has been formally nominated for an interim director position. Jenny Andropoulos (staff) is also interested. Kate asks the Board to wrap up any conversations with potential candidates in the next week.
- Ellison was asked to describe why she is interested in running: She has been in Austin since 2006, became WV owner soon after. Wheatsville reminds her of Bloomingfoods Co-op (Bloomington, IN). She is working toward an Environmental Engineering Ph.D. She was friends with former Director and Secretary, Stephanie Johnson. She came to the Bylaws Revisions meetings. She wants this experience to cap her time in Austin.
- Kate reminds the Board that there are two more orientation sessions: July 11 and 16. The July and August meetings are last two opportunities for candidates to meet the Board meeting requirement for Board endorsement.

B. EXECUTIVE SESSION

8:10 PM

Erik & Ellison leave at 8:10 PM.

FYE 2012 Budget/Business Plan

8:12 PM

RMK moves to enter executive session with the Board, Dan, John, and Merilee to discuss private financial matters at 8:12 PM.

The Board came out of executive session at 8:18PM.

--RMK moved to accept the budget/business plan. Steven seconded the motion. Motion passed 9-0-0.

Meet CE Pugh!

RMK moves to enter executive session with the Board, Dan, John, Merilee, and CE Pugh to discuss private matters of a proprietary nature at 8:19PM.

The Board came out of executive session at 9:02PM.

RMK moved to adjourn at **9:02pm**.

ACTION ITEMS