

**Wheatsville Board of Directors**  
**July Meeting Agenda**  
**Tuesday, July 28, 2009**  
**6:00 – 8:15 pm @ Wheatsville meeting room, 3105 Guadalupe**



<b>TIME</b>	<b>TOPIC</b>	<b>ACTION</b>
<b>6:00pm</b>	<b>1. OPEN TIME</b> – for WV Owners to present any topic to the board	<b>LISTEN</b>
<b>6:10pm</b>	<b>AGENDA REVIEW</b> <b>2. CONSENT AGENDA:</b> June Meeting Minutes GM Report B6 – Board Committee Principles B7 – Owner Linkage C3 – Delegation to the GM D1 – Staff Treatment D3 - Planning and Budgeting D4 (top level) – Financial Condition	<b>DISCUSS</b> <b>VOTE</b>
<b>6:20pm</b>	<b>3. LINKAGE/COMMITTEE WORK</b>	
<b>(5 min)</b>	Coffee with the Board	<b>DISCUSS</b>
<b>(15 min)</b>	Nominations Committee and Board Perpetuation	<b>DISCUSS</b>
<b>(20 min)</b>	Policy Committee	<b>DISCUSS</b>
<b>(15 min)</b>	Fall Owner Gathering	
<b>7 :15PM</b>	<b>4. BREAK</b>	
<b>7:25pm</b>	<b>5. STRATEGIC LEARNING</b> Consumer Cooperative Management Association Conference (CCMA) Learning	<b>DISCUSS</b>
<b>8 :25pm</b>	<b>6. GOVERNANCE</b>	
<b>(5 min)</b>	Election of Secretary	<b>VOTE</b>
<b>(15 min)</b>	Stephanie Johnson moving to Minneapolis	<b>DISCUSS</b>
<b>8 :45PM</b>	<b>7. HOUSEKEEPING/CLOSING ITEMS</b>	
<b>8:50pm</b>	<b>ADJOURN</b>	

Benefitting Community \* Promoting Cooperative Economics \* Transforming Society



## Board of Directors Meeting Minutes July 2009

Present: Rose Marie Klee, *President*; Steven Tomlinson, *Treasurer*; Stephanie Johnson, *Secretary*; Bob Kinney; Theron Beaudreau; Ingrid Devilliers and Aditya Rustgi.

Also Present: Dan Gillotte, *General Manager*; John Perkins, *Finance Manager*; Sam Vaughan, *Board Administrative Assistant*; Alex Jurek, Martha Jones, Kate Vickery, Lee Blaney, Johan Van Zanten and Merry Bateman, *prospective board candidates*; Raymond Moran and J. Dawson; *Wheatsville owners* and Dan Mottola, *Wheatsville owner and representative of the Heritage Neighborhood Association*.

Absent: Mike Crissey.

### Call To Order

6:03 PM

### 1. OPEN TIME

--Introductions of all present.

--RMK expressed excitement at the number of guests at the meeting and the promise this held for the upcoming election's candidate pool. She then provided background information on the meeting process for the prospective candidates.

--Dan Mottola presented the Heritage Neighborhood Association's research findings regarding the crosswalk across Guadalupe St. at 31<sup>st</sup> St., noting that the association was in the beginning stages of solving the pedestrian problems presented by the crosswalk. He then requested that the board draft a general letter of support for the association's actions regarding the crosswalk.

--Steven requested that the board receive a draft of the association's correspondence with the City of Austin so that they would have something concrete on which to base their actions. He also reminded the board that the North University neighborhood was interested in this issue.

### Agenda Review

--A construction update was added to the Housekeeping/Closing Items section.

--The Board Email Action electing Steven as Treasurer was added to the Consent Agenda.

--The D1 Monitoring Report was pulled from the Consent Agenda.

--RMK reminded the board that the Fourth Quarter Financials distributed by John Perkins would be acted upon at the August meeting.

### 2. CONSENT AGENDA

6:15 PM

- June Meeting Minutes
- GM Report
- B6 – Board Committee Principles
- B7 – Owner Linkage
- C3 – Delegation to the GM
- D3 – Planning and Budgeting
- D4 (top level) – Financial Condition
- Board Email Action dated July 10, 2009

--Ingrid moved to approve the Consent Agenda. Stephanie seconded the motion. The motion was approved 7-0-0.



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### **D1 – Staff Treatment [removed from the Consent Agenda during Agenda Review]**

--Dan informed the board that he is planning to have a third-party human resources audit conducted in order to ensure that Wheatsville is following their policy manual. The board agreed that the staff survey was not, by itself, a sufficient measure of the GM's results.

--Stephanie noted that it is imperative for the policy committee to look at D1 as they continue to move toward adopting the CBLD policy monitoring template.

--Steven commented that Dan's responses seem sufficient for the board to accept his report.

--After completing their review of Policy D1: Staff Treatment, RMK moved to approve the D1 monitoring report. Theron seconded the motion. The motion passed 7-0-0.

### **3. LINKAGE/COMMITTEE WORK**

**6:47 PM**

#### **Coffee with the Board (CWB)**

--Theron reported that he ignored the traditional 10 AM start time for CWB by arriving to the event at 7:30 AM. Both he and Aditya noticed that the most valuable communication with owners occurred between 9 and 10 and presented the possibility of moving future CWB's to that time.

--Aditya also commented that it was interesting to see the focus of CWB conversations moving toward ideas about community and cooperation among organizations and away from store operations.

--The board decided to discuss coverage for the August CWB via email.

#### **Nominations Committee and Board Perpetuation**

--Ingrid reminded everyone that the deadline to submit a candidate application in order to be endorsed by the current board was August 1<sup>st</sup>. She also mentioned that she plans to hold another candidate orientation session in early August.

#### **Policy Committee**

--The committee presented minor changes to the "Procedures for Co-op Votes," document as well as updates to Policies B2: The Board's Job and B4: Officers Roles.

--After completing their review of the updated documents, Steven moved to accept the Procedures for Co-op Votes, Policy B2: The Board's Job and Policy B4: Officer's Roles. RMK seconded the motion. The motion passed 7-0-0.

--The board thanked the committee for a job well done.

--Stephanie noted that Aditya will be taking over as committee chair and asked the board to think about who would like to fill the committee's empty seat.

#### **Fall Owner Gathering.**

--The board discussed possibilities for the upcoming fall owner gathering and formed a committee to develop a plan for the gathering.

--The committee, so formed, includes Steven, Bob, Theron and Dan.

--In their advisory capacity, they were charged with reporting back to the board with sketches of possible concepts, agendas and times at the August meeting.



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**4. BREAK** **7:20 PM**

**5. STRATEGIC LEARNING** **7:30 PM**

--RMK, Aditya and Theron reported on their attendance at the 2009 CCMA Conference, which included workshops on topics as diverse as improving owner linkage, owner participation, member-owned equity systems, expanding the co-op's mission and policy governance.

**6. GOVERNANCE** **8:45 PM**

--Ingrid moved that Aditya be installed in the office of Wheatsville Secretary, effective July 28, 2009. Bob seconded the motion. The motion was approved 7-0-0.

--The board discussed the possibility that Stephanie could continue to participate remotely in the board process from the Twin Cities. Everyone agreed that this was a great idea and expressed their appreciation for her willingness to do so.

--The directors shared their parting thoughts with Stephanie by highlighting her dedication to Wheatsville and continued inspiration to the board.

**7. HOUSEKEEPING/CLOSING ITEMS** **9:05 PM**

--Dan reported that we're closing in on the end of the construction project.

--RMK confirmed that everyone was clear on their role in the upcoming GM evaluation.

--The board decided to discuss possible meeting dates for the August Board Meeting via email.

### **Board Self-Evaluation**

--*Pluses:*

- CCMA Sharing
- Attendance by a large number of prospective board candidates. Thank you!
- Stephanie...and all that was said about her.

--*Room for improvement:*

- We missed Mike!
- Could have been better on timekeeping.

**Rose Marie moved to adjourn the meeting at 9:10 PM.**

### **ACTION ITEMS**